THE FANTASTIC FOUR®

MARVEL MASTERWORKS®

BY STAN LEE & JACK KIRBY

MARVEL

THE WORLD'S GREATEST COMIC MAGAZINE!
Fantastic Four
32 NOV
"DEATH OF A HERO!"
WHAMP! WHO'S WHO IS THIS INVINCIBLE MAN!?
NEVER BEFORE SUCH DARING DRAMA... SUCH RAW REALISM!

THE WORLD'S GREATEST COMIC MAGAZINE!
Fantastic Four
33 DEC
SEE THE FABULOUS F.F. FOR THE VERY FIRST TIME, ALL FIGHTING
On The Side Of SUB-MARINER!

THE WORLD'S GREATEST COMIC MAGAZINE!
Fantastic Four
34 JAN
FRIEND AGAINST FRIEND! BROTHER AGAINST SISTER!! IF YOU ALWAYS THOUGHT IT COULD NEVER HAPPEN...YOU CAN'T AFFORD TO MISS!
"A HOUSE DIVIDED!"
CAN YOU BEST THE MIGHTY GIDEON AND HIS SUPER-POWERED STAFF OF ALIVE?

THE WORLD'S GREATEST COMIC MAGAZINE!
Fantastic Four
36 MAR
SOONER OR LATER SOMEONE WAS BOUND TO COME UP WITH AN EVIL GROUP LIKE THIS... SO WE THOUGHT WE'D BEAT 'EM TO IT!?
THE ATTACK OF THE EVIL F.F.--- "THE FRIGHTFUL FOUR!"

THE WORLD'S GREATEST COMIC MAGAZINE!
Fantastic Four
37 APR
A TITANIC TALE! TINGED WITH THAT MARVELOUS MARVEL MAGIC!
BEHOLD! A DISTANT STAR!

THE WORLD'S GREATEST COMIC MAGAZINE!
Fantastic Four
38 MAY
NOT A DREAM!! NOT AN IMAGINARY TALE!! I HAD TO GRASP, SOONER OR LATER, AT LAST THE FABULOUS F.F. ARE...
"DEFEATED BY THE FRIGHTFUL FOUR!"

THE WORLD'S GREATEST COMIC MAGAZINE!
Fantastic Four
40 JULY
DOCTOR DOOM MORE DIABOLICAL, MORE DEADLY THAN EVER BEFORE!
"THE BATTLE OF THE BAXTER BUILDING!"
DON'T MISS THE THING'S EPIC HAND-TO-HAND FIGHT WITH DESPERATE DR. DOOM!

THE MARVEL MASTERWORKS PROUDLY PRESENT THE WORLD'S MOST FAMOUS COMICS AND SUPER HEROES FROM THEIR VERY BEGINNINGS IN A SERIES OF PAINSTAKINGLY RESTORED ARCHIVAL VOLUMES.

COLLECTING *THE FANTASTIC FOUR* #31-40 & *ANNUAL* #2

MARVEL

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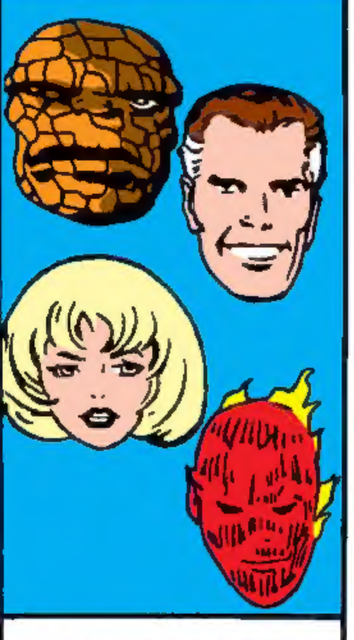
MARVEL

ANNUAL



MARVEL COMICS GROUP 25¢

72 BIG PAGES ANNUAL

APPROVED BY THE COMICS CODE AUTHORITY

Fantastic Four

IND. #2 1964

THE WORLD'S GREATEST ANNUAL!

FEATURING: A DOUBLE-LENGTH EPIC! "THE FINAL VICTORY OF DOCTOR DOOM!"

SEE: IN ALL ITS PULSE-POUNDING SUSPENSE, THE NEVER-BEFORE REVEALED ORIGIN OF DR. DOOM!

NEW!! SECRETS THAT HAVE NEVER BEEN REVEALED BEFORE! NEW!!

THE FANTASTIC "ORIGIN OF DOCTOR DOOM!"

TRULY ANOTHER MIGHTY MARVEL MASTERPIECE!

WE CONFIDENTLY PREDICT THAT YOU WILL CALL THIS ONE OF THE GREATEST, MOST MEMORABLE "ORIGIN" STORIES OF ALL TIME! *The Editors*

EARTH-SHAKING SCRIPT BY: STAN LEE

BREATH-TAKING ILLUSTRATION BY: JACK KIRBY

EPOCH-MAKING DELINEATION BY: CHIC STONE

NO-FAKING LETTERING BY: S. ROSEN

WHO DARES TO ENTER THE CHAMBER OF DOCTOR DOOM?

IT IS I...BORIS! THE TIME HAS COME, MASTER!

X-753

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YOU ARE RIGHT, BORIS... IT IS ON A NIGHT SUCH AS THIS THAT *SHE* WOULD WANT ME TO VISIT HER!

SLOWLY, MAJESTICALLY, THE STRANGE, BROODING, ARMOR-CLAD FIGURE FOLLOWS THE MAN WITH THE LANTERN THROUGH THE WINDING CORRIDORS OF THE WORLD'S MOST MYSTERIOUS CASTLE! NOT A SOUND IS HEARD, SAVE THE DULL TAPPING OF A HEAVY CANE, AND THE MUFFLED CLANG OF IRON BOOTS!

FOR THIS IS THE KINGDOM OF DOCTOR DOOM! KNOWN TO THE OUTSIDE WORLD SIMPLY AS LATVERIA, IT NESTLES, VIRTUALLY UNNOTICED, IN THE HEART OF THE BAVARIAN ALPS!

AND HERE ON A LONELY, WINDSWEPT MOOR, THE TWO MEN STOP! FOR LONG MOMENTS THEY STAND, LOOKING DOWN AT AN ALMOST CONCEALED TOMBSTONE, AS THE FURY OF THE STORM LASHES THE BARREN COUNTRYSIDE! THEN, FINALLY, A DEEP VOICE BREAKS THE SILENCE!

THIS IS THE PLACE! IT WAS *HERE* THAT IT ALL BEGAN!

AND THEN, THE YEARS SEEM TO FLASH BACK, AS THE TALL, STILL FIGURE RETURNS IN MEMORY TO THE DIM, FADED PAST...

A GYPSY TRIBE HAD ONCE CAMPED ON THE VERY SPOT WHERE DOCTOR DOOM NOW STANDS! AND, THE MAN IN THE IRON MASK HAS GOOD REASON TO REMEMBER THAT DAY... FOR HE HAD BEEN ONE OF THEM!

SOMEONE FIND LITTLE VICTOR VON DOOM! THE BARON'S SOLDIERS HAVE COME TO SEIZE HIS FATHER!!

AND, IN THE SIMPLE TENT OF WERNER VON DOOM...

I HAVE DONE NOTHING! I AM ONLY A GYPSY *HEALER!* I TREAT THE SICK AND SUFFERING OF MY TRIBE!

SILENCE! YOU ARE TO COME WITH ME! BY ORDER OF THE BARON!

DO NOT WORRY, VICTOR, MY SON! I HAVE DONE NO WRONG! I SHALL NOT BE HARMED!

THE TRIBE *NEEDS* YOU, FATHER! I NEED YOU!

DO NOT FEAR, VON DOOM! I SHALL LOOK AFTER THE BOY UNTIL YOU RETURN!

WHY ARE THEY *TAKING* HIM, BORIS?? HE HAS DONE NOTHING! HIS LIFE HAS BEEN SPENT IN HEALING... IN HELPING THE WEAK AND HELPLESS!

BUT HE IS A *GYPSY*, BOY... AS WE *ALL* ARE! IT IS THE PRICE WE MUST PAY!

THEN, TAKEN TO THE LOCAL CASTLE, WERNER VON DOOM IS BROUGHT TO THE BEDSIDE OF THE BARON'S DYING WIFE...

IT IS HOPELESS! IT IS BEYOND MY POWER TO SAVE HER!

YOU *LIE*, GYPSY! USE YOUR MAGIC POTIONS! SAVE HER... OR YOU'LL PAY WITH YOUR *OWN* WORTHLESS LIFE!!

AND SO, ALTHOUGH HE *KNOWS* IT'S FUTILE, THE GYPSY HEALER DOES WHAT HE CAN! AND, THEN...

THERE IS NOTHING MORE I CAN DO, EXCELLENCY!

THEN *GO!* BACK TO YOUR WRETCHED CAMP! AND PRAY... FOR *YOUR* SAKE... THAT YOU HAVE BEEN SUCCESSFUL!

THE BARONESS CANNOT SURVIVE TILL MORNING! *NOTHING* COULD HAVE SAVED HER! I MUST TAKE MY SON AND *FLEE*... WHILE THERE IS YET TIME!

A SHORT TIME LATER, AS THE GYPSY HAD PREDICTED...

SHE'S *DEAD!*

THE GYPSY *FAILED* ME!! BUT HE'LL *PAY* FOR IT!... WITH HIS OWN *LIFE!*

WITHIN THE HOUR, THE BARON'S PICKED TROOPS ATTACK THE DEFENSELESS LITTLE GYPSY CAMP IN A FRANTIC ATTEMPT TO LOCATE THE MISSING GYPSY HEALER AND HIS SON...

WE'LL *FIND* HIM! THERE IS NO PLACE IN THIS KINGDOM WHERE A FUGITIVE CAN HIDE FROM THE BARON'S VENGEANCE!

HE IS NOT HERE! WE MUST COMB THE COUNTRYSIDE!

MEANWHILE...

WHY DO WE RUN LIKE THIS, FATHER?? WHY DO WE NOT STAY BEHIND AND *FIGHT*!?

AHH, VICTOR... YOU SOUND LIKE YOUR DEAD MOTHER! SHE *TOO* FEARED NOTHING, NO MATTER HOW HOPELESS THE ODDS!

SUDDENLY, THE GYPSY'S HORSE BOLTS, AND...

FATE HAS DEALT US A TRAGIC BLOW! WITHOUT A HORSE, WE ARE AS GOOD AS CAPTURED!

BUT, WE SHALL *NOT* SURRENDER! NO MATTER WHAT HAPPENS TO ME, THEY WILL NEVER GET *YOU*, MY SON! FOR YOU HAVE A *DESTINY* TO FULFILL!

FATHER... I'M HUNGRY... AND COLD..!

WRAPPING HIS OWN THREADBARE GARMENTS AROUND THE SHIVERING BOY, THE DESPERATE GYPSY PLODS ON THROUGH THE NIGHT, MIRACULOUSLY EVADING HIS PURSUERS...

UNTIL, FINALLY...

VON DOOM! IT'S *ME*... BORIS!! THE SOLDIERS HAVE GONE! VON DOOM...!

THEY ARE NEARLY FROZEN! VON DOOM IS DYING... BUT THE BOY STILL HAS A CHANCE! I MUST GET THEM BACK TO CAMP!

AND SO...

HEED MY LAST WORDS...YOU MUST PROTECT... PROTECT... OHHH...

FATHER! NONE WILL HAVE TO PROTECT ME! I SHALL BECOME POWERFUL... STRONG! I SHALL AVENGE YOUR DEATH!!

HE DID NOT MEAN PROTECT THE BOY! HE MEANT THAT THE WORLD MUST BE PROTECTED... FROM THE SON WHO BEARS THE NAME VON DOOM!!

THEY MURDERED MY MOTHER... WHEN I WAS BUT AN INFANT!! AND NOW THEY HAVE SLAIN MY FATHER!! THEY'LL PAY FOR THAT!! ALL OF MANKIND SHALL PAY!!

WE NEVER TOLD HIM THAT HIS MOTHER WAS A MYSTIC SORCERESS!! AND HER BLOOD RUNS IN HIS OWN VEINS! I PRAY HE NEVER LEARNS OF HIS DARK HERITAGE!

BUT, AFTER THE OTHERS HAVE GONE...

THESE ARE YOUR FATHER'S HERBS AND REMEDIES! REMEMBER, LAD... HE USED THEM ONLY FOR GOOD!

AND MEN REPAID HIS KINDNESS BY HOUNDING HIM... SLAYING HIM!!

THEN, AFTER FAITHFUL BORIS DEPARTS...

WHAT HAVE I FOUND...HIDDEN HERE BENEATH THESE HEIRLOOMS! A STRANGE CHEST!

THAT NAME! CAN IT BE? IT BELONGED TO... MY MOTHER!

MAGIC POTIONS!! STRANGE SCIENTIFIC SECRETS! WHY DID I NEVER SUSPECT?? MY MOTHER WAS A WITCH!

AND NOW I CAN LEARN HER SECRETS!!

AND SO, THE YEARS PASS...AS THIS TORMENTED BOY... THIS BRILLIANT SON OF A GENTLE, KINDLY FATHER AND A MYSTERIOUS, ENCHANTED MOTHER GROWS TO MANHOOD... WITH THE FEATURES OF A DEMI-GOD AND THE CUNNING OF A DEMON!

INCREDIBLE! I HAVE NEVER PLAYED BEFORE! AND YET, WHEN I TOUCH THIS FIDDLE...

IT CAN BE YOURS, MY LORD...FOR A PRICE!

BUT, VICTOR, WHY WOULD HE PAY A SMALL FORTUNE FOR A WORTHLESS FIDDLE?

IT IS WORTH IT, BORIS, BECAUSE OF THIS LITTLE DEVICE! FOR, THIS IS WHAT CAUSES THE FIDDLE TO PLAY!

AND NOW THAT WE ARE SAFELY ON OUR WAY, I'LL SHUT IT *OFF!*

WHAT KIND OF SCIENTIFIC SORCERY IS THAT ?!!

BAH! IT IS A CHILDISH TRICK ... NOT WORTHY OF MY GREAT TALENTS!

BZZZ!

AND, A FEW MILES AWAY ... BACK IN TOWN ...

WHAT HAS *HAPPENED* ?!! THE FIDDLE NO LONGER *PLAYS*!!

SCRATCH!

SCRATCH!

SCRATCH!

IT WAS THAT YOUNG GYPSY ... WITH THE EVIL EYE!! HE *TRICKED* ME! BUT HE'LL *PAY* FOR IT!!

MORE AND MORE INCIDENTS OCCUR ... INCIDENTS INVOLVING A HANDSOME, GLIB-TONGUED YOUNG GYPSY AND HIS SEEMINGLY MAGICAL WARES ...

OTTO! I HEARD YOU CRY OUT!! WHAT... ??

LOOK! LOOK AT MY *HEAD!* THAT GYPSY'S SALVE CURED MY HEADACHE ... BUT LOOK WHAT HAPPENED TO MY *HAIR!*

CALL OUT THE *GUARDS!!* SOMEONE HAS STOLEN THE *GOLD STATUE* I BOUGHT FROM THAT YOUNG GYPSY!!

NO, EXCELLENCY! IT HAS *NOT* BEEN STOLEN!! AS SOON AS HE LEFT, I SAW IT *CHANGE!!* IT TURNED INTO THAT LUMP OF *MUD* YOU SEE BEFORE YOU!

FINALLY, THE ENTIRE COUNTRYSIDE IS UP IN ARMS!! THEN, AFTER WEEKS OF INTENSIVE SEARCHING, THE BRILLIANT YOUNG GYPSY IS CAPTURED AND SENTENCED TO A SWIFT EXECUTION BEFORE A FIRING SQUAD!

FIRE!!

YOU SHALL ALL LIVE TO REGRET THIS!!

HOW CAN HE STAND THERE AND SPEAK AFTER OUR BULLETS HAVE STRUCK HIM ?!!

AND THERE, ON THAT DATE, IN A REMOTE BALKAN KINGDOM, THE WORLD FIRST LEARNED OF VICTOR VON DOOM'S GENIUS FOR MAKING LIFE-LIKE *ROBOTS!!*

WE DID NOT CAPTURE THE GYPSY *AFTER ALL!* IT IS SOME KIND OF *MECHANICAL MAN!!*

AS TIME WENT BY, THE ELUSIVE YOUNG GYPSY BECAME A LEGEND! HE KEPT NONE OF HIS WEALTH, BUT GAVE IT TO THE POOR! NO MAN COULD GUESS WHAT HIS REAL MOTIVES WERE... AND NO MAN, OR GROUP OF MEN, COULD *CATCH* HIM!

HE'S IN THAT GYPSY CARAVAN! *FIRE!!*

IMPOSSIBLE! OUR SHELL BOUNCES OFF THE WAGON LIKE A PIECE OF *RUBBER!*

THEY DIDN'T KNOW THAT I *TREATED* EACH WAGON WITH SOME OF MY OWN SPECIAL COMPOUNDS... MAKING THEM IMPERVIOUS TO ANY TYPE OF SHELL!!

BUT NOW, LET US SEE HOW IMPERVIOUS *THEY* ARE TO MY LATEST WEAPON... A QUICK-ACTING *FREEZE-GRENADE!!*

DOES THE GYPSY FOOL THINK HE CAN STOP THIS MIGHTY TANK WITH A MERE *GRENADE??* KEEP ADVANCING, AND... *WHA...??!*

IT IS NOT AN *ORDINARY* WEAPON!! THAT IS NO NORMAL EXPLOSION... THE TEMPERATURE HAS SUDDENLY DROPPED *ONE HUNDRED DEGREES!*

RUN...RUN!! THE TANK HAS COMPLETELY *FROZEN!!*

IT'S TURNED INTO A GIANT CAKE OF *ICE!*

FLEE!! WE MAY BE *NEXT!!*

AND SO THE LEGEND OF THE STRANGE YOUNG GYPSY CONTINUED TO GROW, JUST AS HIS *POWER* GREW! SOON, NO MAN DARED DEFY THIS GIFTED, GRIM YOUNG MAN! AND THEN, ONE DAY...

MASTER! A STRANGER HAS ARRIVED... TO SEE YOU!

A STRANGER!?

YOU ARE NOT OF THIS COUNTRY?

THAT'S RIGHT! I'M AN *AMERICAN!* I'M DEAN OF SCIENCE AT STATE UNIVERSITY! I'VE HEARD SOME VERY INTERESTING THINGS ABOUT YOU, VON DOOM!

IT'S TAKEN ME *MONTHS* TO FIND YOU! BUT AFTER SEEING SOME OF YOUR INVENTIONS, IT WAS WELL *WORTH* IT!

I'M PREPARED TO OFFER YOU A *SCHOLAR-SHIP* AT MY UNIVERSITY!

THAT WOULD ALLOW ME TO HAVE THE LATEST SCIENTIFIC APPARATUS AT MY DISPOSAL! HMMM....

YOU REMAIN HERE, BORIS, WITH THE OTHERS! I SHALL RETURN ONE DAY, TO REWARD YOU FOR YOUR LOYALTY!

AS YOU WISH, MASTER! NOTHING SHALL CHANGE UNTIL YOU COME BACK TO US!!

BEFORE THE DAY HAD ENDED, VICTOR VON DOOM WAS ABOARD A PLANE, HEADING FOR A NEW WORLD, AND A NEW DESTINY!

THE FIRST STUDENT TO SPEAK TO HIM AT STATE U. WAS A TALL SMILING YOUTH WITH AN EASY-GOING MANNER...

WELL, IT LOOKS LIKE SOMEONE *ELSE* IS AS ANXIOUS TO SEE THE SCIENCE LAB AS *I* AM! MY NAME'S RICHARDS, FELLA... *REED RICHARDS!*

THAT IS NO CONCERN OF *MINE*!!

LOOK, I DON'T KNOW WHY YOU'VE GOT THAT KING-SIZED CHIP ON YOUR SHOULDER, BUT BEING WE'RE *BOTH* HERE ON SCIENCE SCHOLARSHIPS, HOW ABOUT US *ROOMING* TOGETHER!?

I HAVE NO WISH TO SHARE A ROOM WITH *ANY-ONE*! I DESIRE *PRIVACY*!!

WELL, IT'S NONE OF MY BUSINESS, BUT AREN'T YOU CARRYING THIS "MAD SCIENTIST" BIT A LITTLE TOO FAR?

MEN ALWAYS THINK THAT THEIR SUPERIORS ARE MAD!

I HAVE SAID *ENOUGH*! NOW I SHALL FIND MY OWN QUARTERS!

I'M GLAD HE *DIDN'T* ACCEPT MY OFFER! THERE'S SOME-THING *OMINOUS* ABOUT HIM... I CAN *SENSE* IT!!

SAY, PAL...ISN'T THAT REED RICHARDS IN THERE? I HEARD HE'S THE BIGGEST BRAIN ON THE CAMPUS!

I AM NOT YOUR "PAL"! AS FOR THE IDENTITY OF THAT NAÏVE PRYING SIMPLETON...I COULD NOT CARE LESS!

YOU'VE GOT YOURSELF A NEW ROOMIE, RICHARDS! THE NAME'S BEN GRIMM! I FIGURE I'LL BE MORE LAUGHS THAN THE NUT WHO JUST FLEW OUTTA HERE!

BEN GRIMM, THE *TOUCHDOWN KING*? GLAD TO HAVE YOU, BIG FELLA!

IN THE DAYS THAT FOLLOWED, VICTOR VON DOOM *DID* SUCCEED IN FINALLY GETTING A SMALL ROOM FOR HIMSELF.. ...A ROOM IN WHICH HE CARRIED ON BIZARRE AND DANGEROUS EXPERIMENTS!

MY KNOWLEDGE... MY POWER...THEY INCREASE WITH EACH PASSING DAY...

AND, ONE LAZY AFTERNOON, VON DOOM HAD A CALLER..

I WONDER HOW *HAPPY BOY* IS MAKING OUT!?

HELLO! ANY-BODY HOME??

WOW! HE'S BEEN EXPERIMENTING WITH MATTER TRANSMUTATION AND DIMENSION WARPS! THIS IS PRETTY FAR-OUT STUFF!

OH... *THERE* YOU ARE! LISTEN, FELLA...YOU'D BETTER DOUBLE-CHECK SOME OF THESE EQUATIONS! YOU'RE OFF A FEW DECIMALS IN SOME PLACES, AND THAT COULD MEAN...

GIVE ME THAT! NOW *GET OUT!* DID YOU *HEAR ME??* *GET OUT!!*

IF HE EVER COMES SNOOPING AGAIN, HE'LL LIVE TO *REGRET* IT!!

I FIXED UP YOUR GADGET THE WAY YOU TOLD ME TO! BUT I *STILL* DON'T LIKE IT, VON DOOM!

IF THE FACULTY STAFF EVER LEARNS THAT YOU'VE BEEN CONDUCTING FORBIDDEN EXPERIMENTS... TRYING TO CONTACT THE NETHER WORLD...

SILENCE! JUST DO AS YOU'RE TOLD! THROW THE SWITCH!

BUT THE GYPSY GENIUS HAD MADE THE MISTAKE OF UNDERESTIMATING REED RICHARDS! FOR REED HAD BEEN RIGHT! VON DOOM'S EQUATIONS WERE A FEW DECIMALS OFF, AND SO...

WHAT WAS THAT?

IT CAME FROM VON DOOM'S DORMITORY ROOM!

HIS HELPER MIRACULOUSLY ESCAPED WITH MINOR INJURIES! AS FOR VICTOR VON DOOM... HIS FACE WAS HOPELESSLY DISFIGURED!!

VON DOOM, I AM EXPELLING YOU FROM THIS SCHOOL BEFORE YOU CAUSE GREATER HARM TO YOURSELF, OR TO US!!

BAH! THERE IS NOTHING MORE YOU CAN TEACH ME ANYWAY!

DAYS LATER, THE BANDAGES FINALLY COME OFF, AND THEN...

NO! NO! I'M UGLY!!! UGLY!! WHAT HAVE I DONE TO MYSELF?? WHAT HAVE I DONE..?! MY FACE IS TOO HORRIBLE! NO OTHER EYES MUST EVER GAZE UPON IT!! I'LL HIDE FROM THE SIGHT OF MANKIND --- SOMEWHERE... SOMEHOW!!

AND SO HE LEFT! HE TOOK HIMSELF TO THE REMOTE VASTNESS OF TIBET, SEEKING FORBIDDEN SECRETS OF BLACK MAGIC AND SORCERY!

FINALLY, HE WAS TAKEN IN BY A MYSTERIOUS ORDER OF MONKS WHO HAD DWELLED IN A LOST MOUNTAIN CAVE FOR CENTURIES!

AND THERE HE STAYED, MONTH AFTER MONTH, LEARNING THEIR ANCIENT SECRETS AND LORE, UNTIL THE DAY CAME WHEN THEY ADDRESSED HIM AS....

MASTER! ALL IS IN READINESS FOR YOU!

AND THEN IT BEGAN! USING THE MOUTH OF A GIGANTIC IDOL AS A MAKESHIFT BLAST FURNACE, THE TRAGIC, ILL-STARRED GYPSY BEGAN TO FORGE WHAT WAS SOON TO BE THE MOST DREADED COSTUME ON THE FACE OF THE EARTH!

MORE HEAT!! FIRE THE FURNACE!! DO YOU HEAR?? I MUST HAVE MORE HEAT!!

EVENTUALLY, THE TASK WAS COMPLETED!

LET US KNOW IF IT PAINS YOU, MASTER!

PAIN?? THAT IS FOR *LESSER* MEN!! WHAT CAN PAIN MEAN TO VICTOR VON DOOM?!!

AND NOW... IT IS TIME FOR... *THE MASK!!*

BUT, MASTER, IT HAS NOT COMPLETELY *COOLED* YET!

SAY NO MORE, MY BROTHER! HE WILL TOLERATE NO FURTHER DELAY! SUCH A MAN CANNOT WAIT, AS OTHERS CAN!

NEVER AGAIN WILL MORTAL EYES GAZE UPON THE HIDEOUS COUNTENANCE OF VICTOR VON DOOM!

FROM THIS MOMENT ON, THERE *IS* NO VICTOR VON DOOM! HE HAS VANISHED... ALONG WITH THE HANDSOME FACE HE ONCE POSSESSED! BUT, IN HIS PLACE, THERE SHALL BE ANOTHER...

...WISER... STRONGER! MORE BRILLIANT, MORE POWERFUL THAN EVER BEFORE!!

FROM THIS MOMENT ON, I SHALL BE KNOWN AS... *DOCTOR DOOM!*

ONLY *I* HAVE THE POWER TO REMOVE MY MASK... BY MANIPULATING THE MANY-FACETED RING UPON MY FINGER! AND NOW, THE FINAL PRECAUTION...

WE SHALL COVER YOUR RING WITH SPECIAL HERBS, CAMOUFLAGING IT SO COMPLETELY THAT NONE WILL SEE IT!!

YOU HAVE SERVED ME WELL... AS *ALL* MEN SHALL DO, ONE DAY! AND NOW, IT IS TIME TO ASSEMBLE MY GREATEST DISCOVERY... MY NUCLEAR-POWERED *FLYING HARNESS!*

HE HAS LEFT US! WILL HE EVER RETURN?

NONE CAN TRULY SAY! FOR, SUCH A MAN MUST FOLLOW HIS DESTINY, NO MATTER WHERE IT MAY LEAD!

WOE TO THE WORLD, NOW THAT DOCTOR DOOM IS BORN!!

AND HUMANITY SOON LEARNS, TO ITS SHOCKED DISMAY, OF THE AWESOME MENACE WHICH IS IN ITS MIDST...!

DAILY ALARUM
DOCTOR DOOM ISSUES ULTIMATUM TO EUROPE!

EVENING TR
DOCTOR DOOM EVIL GENIUS, CREATES NEW WEAPON

THE POST
FANTASTIC FOUR IN NEW BATTLE WITH DOCTOR DOOM!

DAILY TELEG
DOCTOR DOOM MAKES BID FOR POWER!

News-Record
DOCTOR DOOM WORLD MENACE!
FANTASTIC FOUR ASK PUBLIC NOT TO PANIC!
GOVERNMENT ISSUES NEW REPORT!
BULLETIN

SO, AS HE STANDS ON THAT WIND-SWEPT HILLTOP, ACCOMPANIED BY HIS FAITHFUL RETAINER, THE ONCE-YOUNG, ONCE-HANDSOME GYPSY WHOM THE WORLD NOW KNOWS AS *DOCTOR DOOM*, WHISPERS TO THE TOMBSTONE HALF-HIDDEN AT HIS FEET...

I, VICTOR VON DOOM, SON OF A GYPSY AND A SORCERESS, VOW THAT I SHALL DEVOTE MY LIFE TO BECOMING THE MASTER OF ALL MANKIND! FOR THAT IS THE BIRTHRIGHT *YOU* HAVE GIVEN ME!

WITHOUT ANOTHER WORD, THE DRAMATIC BEING WHO HAS BECOME ABSOLUTE MONARCH OF THE KINGDOM OF LATVERIA, TURNS ON HIS HEEL AND WALKS THROUGH THE TINY VILLAGE, NEITHER SPEAKING NOR LOOKING LEFT NOR RIGHT!

GOOD DAY TO YOU, HERR DOCTOR!

OURS HAS BEEN A PROSPEROUS LAND SINCE HE HAS RULED US!

MAY YOU ENJOY GOOD HEALTH, MASTER!

MOMMY, *LOOK!* ISN'T THAT...?

HUSH, DEAR! YOU MUST BE SILENT WHEN THE *MASTER* PASSES!

AND SO, THE AWESOME FIGURE CONTINUES HIS WALK, SHOWING HIMSELF TO HIS SUBJECTS, WHILE HIS MIND DWELLS ON MATTERS WHICH ARE FAR BEYOND THEIR SIMPLE COMPREHENSION! AND THEN...

NOW WE SHALL RETURN TO THE CASTLE!

YES, MASTER!

AGAIN HE LOCKS HIMSELF WITHIN HIS LABORATORY! AND, WHEN HE EMERGES ONCE MORE, WHO KNOWS WHAT NEW MENACE WILL HAVE BEEN CREATED, TO THREATEN MANKIND!??

THROUGH THE LONG, SILENT NIGHTS, IN THAT BARREN CASTLE, HALF-HIDDEN IN THE ISOLATED KINGDOM OF LATVERIA, DOCTOR DOOM WORKS, AND PLANS, AND BROODS! AND, WHEN HIS WORK IS FINALLY FINISHED...THEN LET THE WORLD BEWARE!!

A GALLERY OF THE FANTASTIC FOUR'S MOST FAMOUS FOES!

THE SUPER SKRULL!

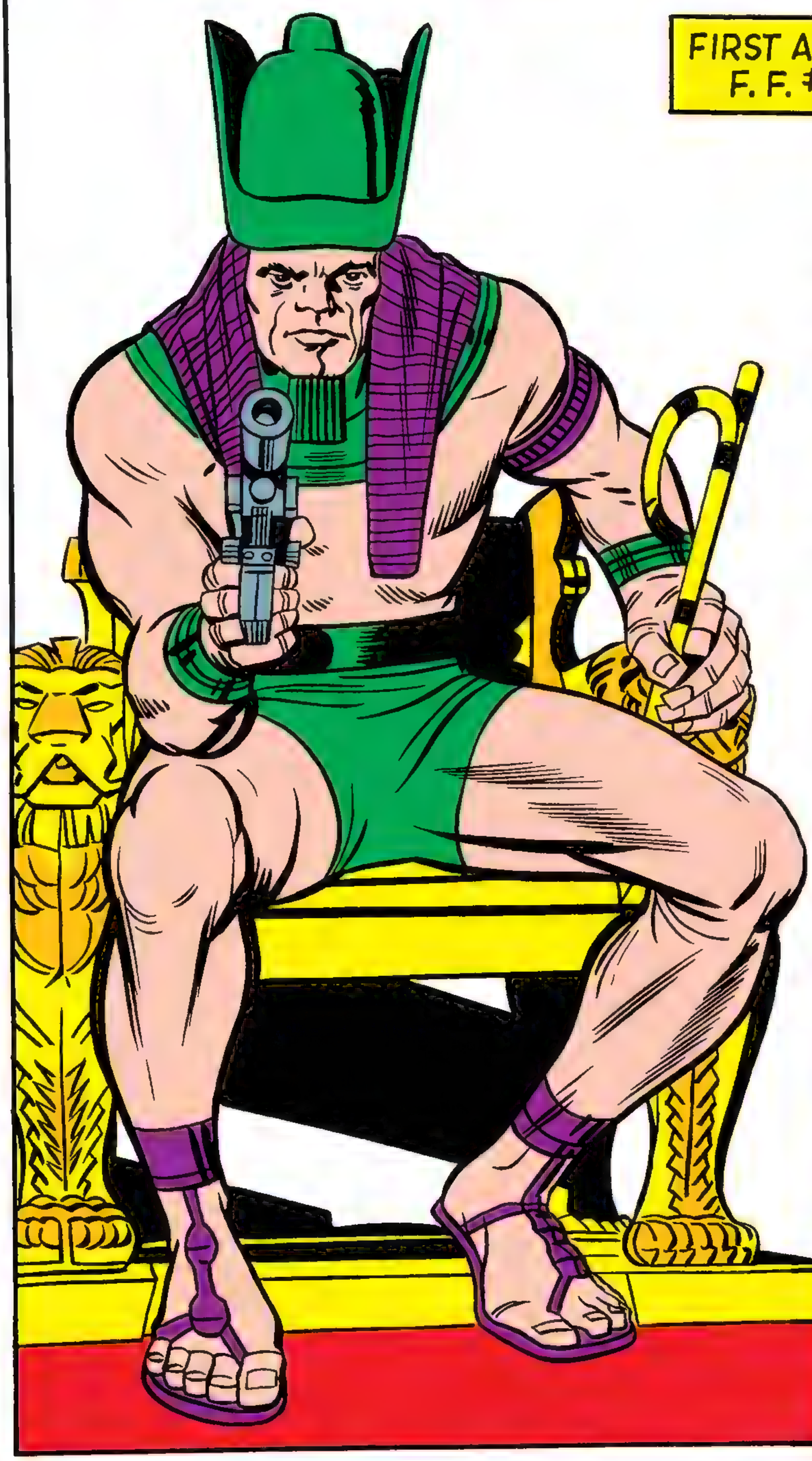
FIRST APPEARED IN F. F. #18 SEPT.

HE WAS THE MOST POWERFUL, THE MOST DANGEROUS, THE MOST EVIL OF ALL HIS RACE! HE CAME TO EARTH TO AVENGE THE DEFEAT OF HIS FELLOW SKRULLS AT THE HANDS OF THE F. F. (F. F. #2 JAN.). BUT, ALTHOUGH HIS POWER SEEMED LIMITLESS, HE FINALLY LEARNED THAT, WHEN THEY FACE OUR HEROES, THE BAD GUYS ALWAYS LOSE!

A GALLERY OF THE FANTASTIC FOUR'S MOST FAMOUS FOES!

RAMA-TUT

THE PHAROAH FROM THE FUTURE!



FIRST APPEARED IN F. F. #19 OCT.

IF YOU CAN FIGURE OL' RAMA OUT, YOU'RE BETTER THAN WE ARE! HE CAME FROM THE FUTURE...LANDED IN THE PAST...AND CLAIMED TO BE A DESCENDANT OF DOC DOOM! HOWEVER, AS YOU'LL SEE IN THIS ISH, WE'RE NOT SURE IF HE'S RELATED TO DARLIN' DOC--OR IF, DUE TO SOME STRANGE QUIRK OF RELATIVITY, HE'S DOCTOR DOOM HIMSELF!

A GALLERY OF THE FANTASTIC FOUR'S MOST FAMOUS FOES!

THE MOLECULE MAN

FIRST APPEARED IN F.F. # 20 NOV.

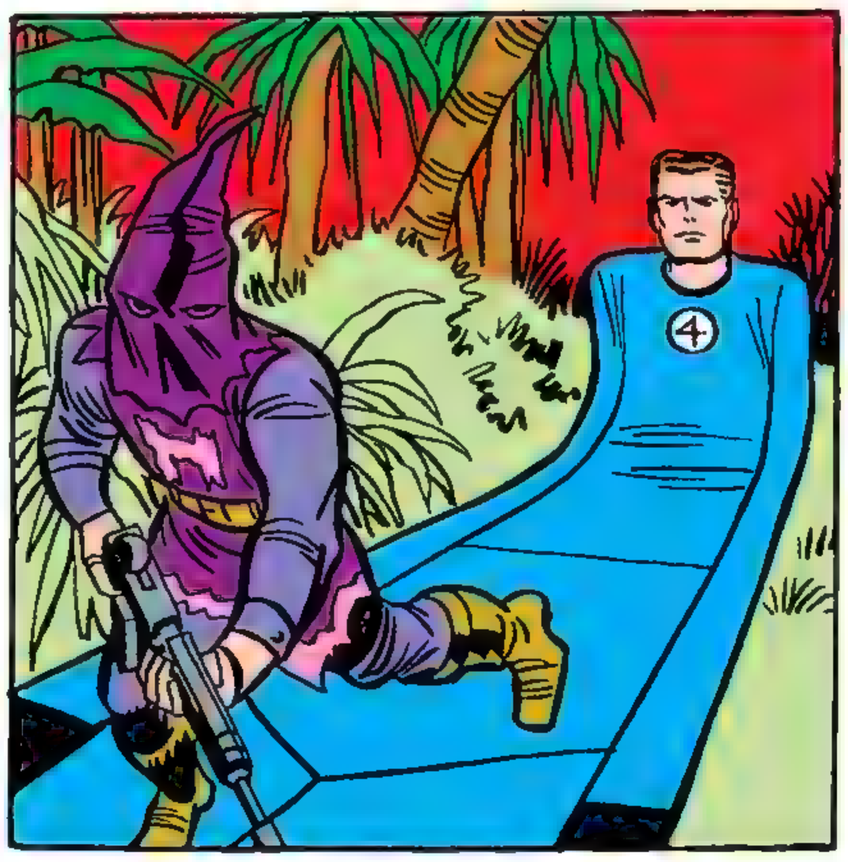
IF EVER OUR FROLICSOME FOURSOME FACED A SEEMINGLY UNBEATABLE FOE, THIS IS THE ONE! IMAGINE BEING ABLE TO REARRANGE THE ACTUAL MOLECULES OF MATTER AND REFORMING THEM INTO WHATEVER SHAPES HE DESIRED! YET, THERE WERE TWO THINGS HE COULDN'T OVERCOME... THE COURAGE OF THE F.F., AND THE BRILLIANT BRAIN OF MR. FANTASTIC!

A GALLERY OF THE FANTASTIC FOUR'S MOST FAMOUS FOES!

the HATE MONGER

FIRST APPEARED IN F.F. #21 DEC.

BOY! DID WE GET LETTERS ABOUT THIS CHARACTER! IT'S TOO BAD WE HAD TO KILL HIM OFF AT THE END... JUDGING BY YOUR MAIL, HE MIGHT HAVE BECOME ONE OF OUR MOST POPULAR VILLAINS! (OR SHOULD WE SAY "UNPOPULAR" VILLAINS?) ANYWAY, AS WE SEE IT, THE WORLD IS BETTER OFF WITHOUT HIM! THERE'S ENOUGH NUTTY HATRED RAMPANT TODAY, WITHOUT ANYONE ELSE TRYING TO MAKE A CAREER OF IT!

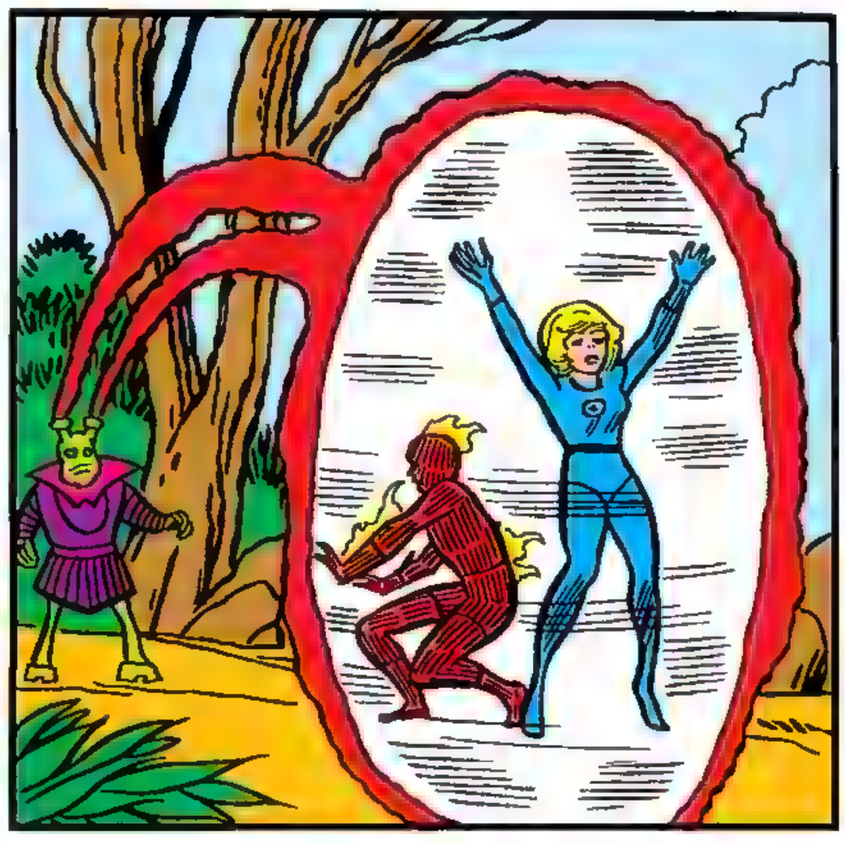


A GALLERY OF THE FANTASTIC FOUR'S MOST FAMOUS FOES!

THE INFANT TERRIBLE!

FIRST APPEARED IN F.F. #24 MAR.

WE WENT OUT ON THE USUAL KING-SIZED LIMB WITH THIS BOZO! AND, AS USUAL, WE GOT THE USUAL KING-SIZED REACTION FROM YOU FANS! SOME OF YOU THOUGHT WE WERE NUTTIER THAN USUAL TO MAKE A VILLAIN OUT OF AN INFANT FROM OUTER SPACE! OTHERS THOUGHT IT WAS THE GREATEST LITERARY INSPIRATION SINCE LITTLE ORPHAN ANNIE! AS FOR US, WE NATURALLY REMAINED AS CONFUSED AS EVER!



A GALLERY OF THE FANTASTIC FOUR'S MOST FAMOUS FOES!

DIABLO

FIRST APPEARED IN F.F. #30 SEPT.

IT'S TOO BAD BASIL RATHBONE ISN'T PLAYING THE VILLAIN IN ANY MORE COSTUME MOVIE DRAMAS! IMAGINE WHAT HE COULD DO WITH A ROLE LIKE THIS! DIABLO IS SO EVIL HE MAKES SOME OF OUR OTHER VILLAINS LOOK LIKE POLLYANNA'S PEN PALS! IF HE EVER ESCAPES FROM THAT CRYPT OF HIS, DON'T BE TOO SURPRISED IF DOCTOR STRANGE HAS A GO AT HIM NEXT! BUT, TILL THEN, LET'S WISH HIM PLEASANT DREAMS!

Take it from ol' hot-head — You fans are the coolest! Johnny-O!

Loads of Love to all our fabulous fans. Sue

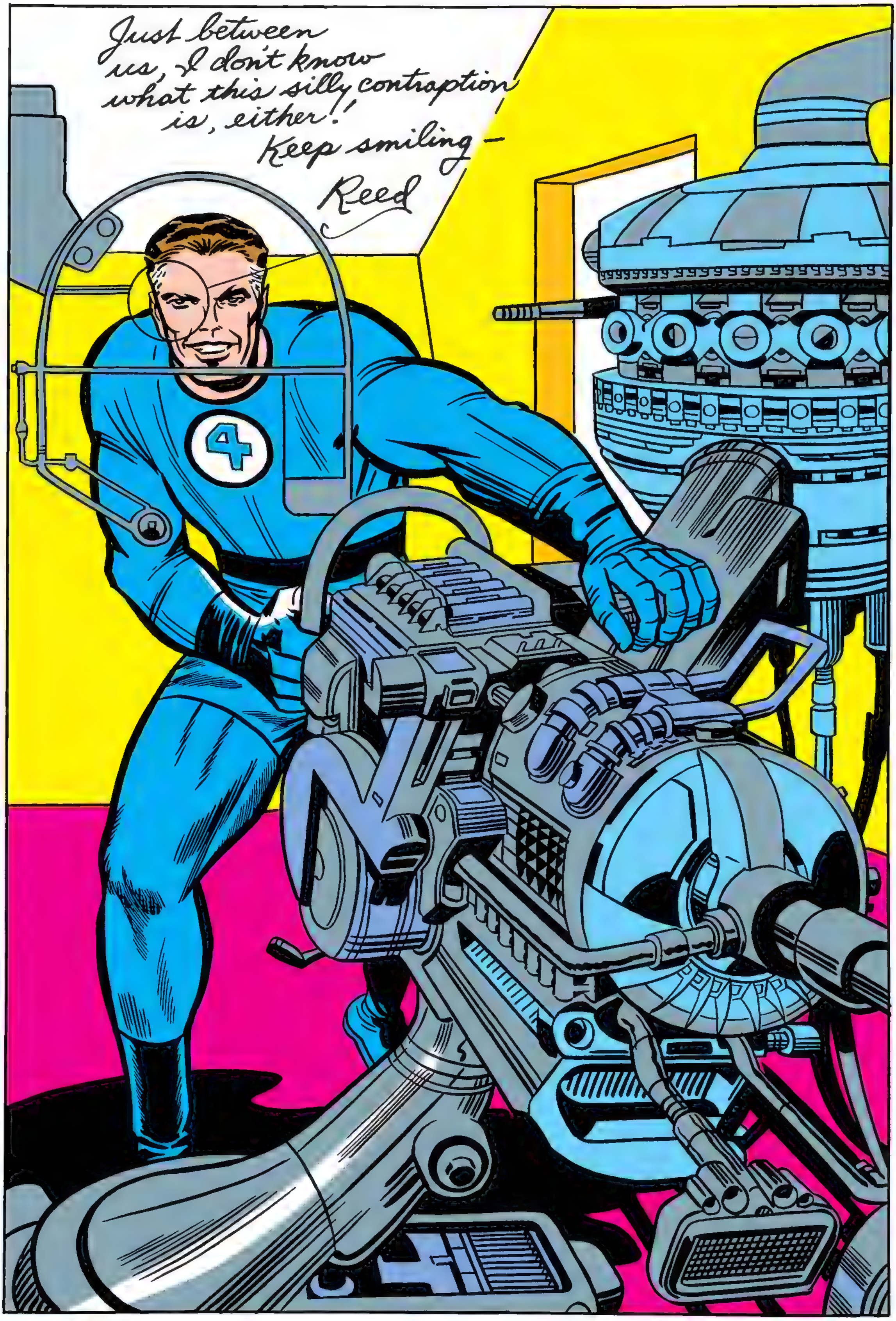
Yours till clobberin' time!
Big-hearted Benjamin J. Grimm

FAN MAIL

ACME MINE DETECTOR

FROM YOUR ADMIRERS ON YANCY STREET

My Sincerest
Affection to you all
Alicia


Just between us, I don't know what this silly contraption is, either!
Keep smiling -
Reed
4

The FABULOUS FANTASTIC FOUR FALL VICTIMS OF...

"THE FINAL VICTORY OF DR. DOOM!"

ALL NEW THRILLS!

A STAN LEE STORY SPECTACULAR! | A JACK KIRBY ILLUSTRATIVE IDYLL! | A CHIC STONE DELINEATION DELIGHT! | A SAM ROSEN LETTERING LANDMARK!

RIDING OVER THE CITY IN THEIR WORLD-FAMOUS FANTASTI-CAR, THE F.F. ARE SHOCKED TO SEE THE ALMOST-IMPOSSIBLE HAPPEN!! MOTOR TROUBLE! AND THUS BEGINS OUR TALE...

BEN! YOU FORGOT TO RE-BORE THE JET EXHAUSTS! THEY'RE JAMMING UP!

REED! WE'RE GOING TO CRASH!

I CAN FLAME ON AND SAVE MYSELF...BUT WHAT ABOUT YOU THREE?!

CLAM UP! YOU'RE ALL ROCKIN' THE BOAT! I'LL LAND THIS TUB SOMEHOW!!

EDITOR'S NOTE! IF YOU THINK THE F.F. ARE IN TROUBLE NOW, WAIT'LL YOU SEE WHAT HAPPENS WHEN THEY MEET UP WITH - - - AWW... HOW DID YOU EVER GUESS ?

QUICK, JOHNNY...IT'S UP TO *US* TO CLEAR A PATH SO BEN CAN LAND!

MOVE IT, YA BLASTED ROAD HOGS!

I *KNEW* I SHOULD HAVE TAKEN THE *TRAIN!*

EMERGENCY LANDING COMING UP!! PULL OVER!! *PULL OVER!!*

ALL CLEAR, BEN, EXCEPT FOR THAT ONE OLD FLIV... *BEN!!* LOOK *OUT!!*

HEY! WHERE'D *HE* COME FROM??

THUNK!

Then, A FEW SECONDS LATER...

LOOK WHAT YOU DID TO MY *FENDER!!*

BE *THANKFUL,* PAL! A LESSER MAN MIGHTA SQUASHED YOUR WHOLE BLAMED *CAR!*

I AM *NOT* THANKFUL! I CAME TO NEW YORK TO SEE THE *FAIR,* NOT TO HAVE MY FENDER SMASHED BY A BUNCH OF FREAKS!

BUT...

LOOK, PAL, IT WAS AN *EMERGENCY!* WE DON'T GET OUR KICKS GOIN' AROUND SMASHIN' FENDERS! WE'RE MORE THE HEAD-CLOBBERIN' TYPE!

NOW GIMME THAT BLASTED HUNK OF TIN AND I'LL *FIX* IT BEFORE YA MAKE A *FEDERAL CASE* OUTTA IT!

NUTS! THEY JUST DIDN'T BUILD 'EM THE WAY THEY DO *NOW!*

LOOK OUT! NOT SO *HARD!*

KER-PLUNK!

BEN! TAKE IT EASY! IT'S AN *OLD CAR!* =ULP=

YOU BIG, CLUMSY *NUT!* YOU SHOULDN'T BE ALLOWED TO WALK AROUND *LOOSE!* I'LL *SUE* YOU! I'LL CALL THE POLICE AND SWEAR OUT A COMPLAINT! I'LL...

HOLD IT! *HOLD IT!!*

BOY! YOU TRY TO DO A GUY A FAVOR, AND THEN... *BLOOIE!!*

I'M AN *ART DEALER*, SIR! WILL YOU ACCEPT *ONE THOUSAND* FOR YOUR CAR??

ONE THOUSAND? EVEN IF YA MEAN *PENNIES*, THAT OLD HEAP AIN'T WORTH IT!!

WELL, IF YOU'RE REALLY *SERIOUS*... I WAS THINKING OF SELLING IT ANYWAY!!

THERE, MY GOOD MAN... NOW THAT IT'S *MY* CAR, GO AHEAD AND *HIT* IT! DO A GOOD JOB!!

WHAT *IS* THIS... NATIONAL CRACKPOTS WEEK??

I ASSURE YOU, I AM QUITE SANE! NOW, IF YOU'LL KINDLY WRECK MY CAR...

IN FACT, I'LL PAY YOU AN *EXTRA HUNDRED* TO REALLY SMASH IT! BUT *HURRY!* I'M A BUSY MAN!

YEAH, I'LL *BET* YOU ARE! IT'S A FULL-TIME JOB DODGIN' THOSE GUYS WITH THE BUTTERFLY NETS AND WHITE JACKETS!!

OKAY, STAND BACK! IT'S *YOUR* DOUGH!

BUT JUST TO SATISFY MY CURIOSITY... WHAT ARE YOU GONNA *DO* WITH THIS PILE OF NUTS N' BOLTS *AFTER* I WRECK IT!?

I'LL SELL IT FOR A *FORTUNE!* IT WILL BE A NEW TYPE OF *POP ART!* AN ORIGINAL "CLOBBER CREATION" BY THE FAMOUS *THING!*

THAT'LL *DO* NOW, THANKS!! IT'S *PERFECT!*

FIVE MINUTES LATER...

LETS GET *OUTTA* HERE BEFORE SOME *OTHER* NUT GRABS ME!

YOU'RE JUST IN TIME, BEN! I'VE GOT HER ALL FIXED NOW!

IF OL' BASHFUL BENJAMIN'S GONNA BE THE PILOT AGAIN, I'LL FLY BACK TO H.Q. UNDER MY OWN POWER...

...IT'S *SAFER!*

I HOPE WE HAVE NO MORE DELAYS! I'VE AN APPOINTMENT AT THE HAIR-DRESSER IN HALF AN HOUR!

BUT, PERHAPS OUR FABULOUS FOURSOME WOULD NOT BE SO ANXIOUS TO RETURN TO THEIR HEADQUARTERS IF THEY KNEW WHAT FATE HAS IN STORE FOR THEM! AND NOW, WE GO TO... *OUTER SPACE...!!*

THE LAST THE WORLD SAW OF THE EVIL **DOCTOR DOOM**, HE WAS HURTLING OUT INTO SPACE, TOWARDS AN UN-KNOWN DESTINATION, AFTER HIS DEFEAT BY THE F.F.! * BUT, NO ONE ON EARTH SUSPECTED WHAT HAPPENED NEXT...

STRANGE! THAT SEEMS TO BE A HUMAN FORM, FALLING TOWARDS JUPITER!

ONLY ENOUGH OXYGEN WITHIN MY IRON MASK INNER POD TO LAST FOR ANOTHER TWO OR THREE MINUTES!

SEE F.F. #23 "THE MASTER PLAN OF DR. DOOM!"...EDITOR

SUDDENLY, A POWERFUL ATTRACTOR-RAY SHOOTS OUT FROM THE MYSTERIOUS HOVERING SATELLITE...

SOMETHING IS DRAWING ME BACK!

I'M BEING HELD AGAINST A FLAT METAL OBJECT! THAT MEANS SOME FORM OF LIVING INTELLIGENCE IS AT WORK...

NO MATTER WHO...OR WHAT, IT IS, IT'S DRAWING ME INTO A SHIP! FASTER! ***FASTER!*** THERE IS STILL A CHANCE FOR ME TO SURVIVE!

AND, AS SURELY AS MEN KNOW ME AS **DOCTOR DOOM**, I SHALL BE THE ***MASTER*** OF WHOMEVER I AM ABOUT TO CONFRONT... I SHALL FIND A WAY TO MAKE HIM ***SERVE*** ME!

THEN, AFTER THE ARCH-VILLAIN IS SAFELY INSIDE THE AIR-FILLED FLOATING SATELLITE...

WELL, I NEVER EXPECTED TO FIND ***ANOTHER*** CASTAWAY HERE IN OUTER SPACE!

BUT I LIKE ***NOT*** THE LOOK OF YOU! MAKE NO RASH MOVE UNTIL YOU HAVE EXPLAINED YOUR IDENTITY, AND HOW YOU CAME TO BE DRIFTING THROUGH THE VOID!

I SHALL EXPLAIN! PUT AWAY YOUR WEAPON! IT COULD NOT AFFECT ***ME*** ANYWAY!

MY ACTUAL NAME IS OF NO IMPORTANCE! WHAT *IS* IMPORTANT IS THAT MEN HAVE FOR YEARS CALLED ME ***DOCTOR DOOM!*** OF ALL THOSE WHO WALK THE EARTH, *I* HAVE POSSIBLY THE MOST BRILLIANT SCIENTIFIC BRAIN, SAVE FOR ***ONE***... REED RICHARDS, LEADER OF THE ACCURSED ***FANTASTIC FOUR!*** WHEN LAST WE BATTLED, I HAD ALMOST DESTROYED ALL FOUR OF THEM...

"THANKS TO MY CUNNING PLAN, THEY WERE ABOUT TO BE PLUNGED INTO ENDLESS SPACE IN SECONDS..."

"BUT, DUE TO SHEER ***CARELESSNESS*** ON MY PART, I WAS SEIZED AT THE LAST INSTANT...

"...AND, WITH ONLY ENOUGH OXYGEN IN MY IRON MASK TO LAST FOR BRIEF MINUTES, I SEEMED FATED TO PERISH...UNTIL ***YOU*** BROUGHT ME HERE!"

FOR ***THAT*** REASON, I SHALL SPARE YOUR OWN LIFE... AT LEAST UNTIL I HAVE LEARNED MORE ABOUT YOU!

IT CANNOT ***POSSIBLY*** BE BLIND CHANCE THAT WE HAVE MET! IT ***MUST*** BE PART OF SOME GRAND DESIGN...SOME MASTER PLAN OF FATE!! FOR *I*, TOO, HAVE GOOD REASON TO HATE THE FANTASTIC FOUR! I, TOO, HAVE BEEN ***DEFEATED*** BY THEM!

BUT THE MOST INCREDIBLE COINCIDENCE OF ALL IS... I COME FROM THE ***FUTURE***, FROM THE 25TH CENTURY, WHERE I WAS A MASTER CRIMINAL!

I HAVE COMMITTED CRIMES IN MANY CENTURIES...USING THE TIME MACHINE WHICH I STOLE... WHICH WAS SUPPOSED TO HAVE BEEN INVENTED BY MY ANCESTOR, ***DOCTOR DOOM!!***

WHEN THE ***FANTASTIC FOUR*** DEFEATED ME, I WAS LIVING A THOUSAND YEARS IN THE PAST, KNOWN AS PHAROAH ***RAMA TUT!**** IT WAS ***THEY*** WHO MADE ME FLEE...AND I HAVE BEEN DRIFTING HERE IN SPACE, WONDERING HOW TO STRIKE AT THEM NEXT!

WAIT! IT WAS *I* WHO BUILT THE TIME TRAVEL MACHINE! WHAT IF I AM ***NOT*** YOUR ANCESTOR?? WHAT IF I ***MYSELF*** WENT TO THE FUTURE ?? WHAT IF YOU ARE ***ME?*** WHAT IF RAMA TUT AND DOCTOR DOOM ARE ***THE SAME MAN??***

* SEE F.F.#19 ... EDITOR.

YOU MEAN YOU ***YOURSELF*** MIGHT HAVE TRAVELED TO THE 25TH CENTURY... TAKEN MY NAME... AND YOU MIGHT ACTUALLY ***BE*** ME ??

OR PERHAPS DURING ONE OF ***YOUR*** TRIPS TO THE PAST, ***YOU*** BECAME THE GYPSY WHO BECAME DOCTOR DOOM! WE COULD BE THE ***SAME MAN,*** LIVING IN TWO DIFFERENT AGES!

BUT...IF WE'RE BOTH THE ***SAME*** MAN...HOW CAN WE CO-EXIST AT THE SAME MOMENT IN ETERNITY ??!

TIME IS ONE OF THE GREATEST MYSTERIES IN LIFE! EVEN THE GREAT 20TH CENTURY SCIENTIST, EINSTEIN, I BELIEVE HIS NAME WAS, COULD NOT COMPLETELY SOLVE THE ENIGMA, ALTHOUGH HE CAME CLOSE WITH HIS THEORY OF RELATIVITY!

NO! WE DARE NOT ATTACK THEM TOGETHER! IF WE ARE ONE AND THE SAME MAN, AND IF EITHER OF US IS SLAIN, THEN THE OTHER, TOO, WILL PERISH! FOR YOU CANNOT LIVE IN THE FUTURE IF YOU ARE SLAIN IN THE PAST! AND I CANNOT LIVE IN THE PRESENT, IF MY OTHER SELF DIES AT THE SAME MOMENT IN ETERNITY!

BUT WE HAVE A MORE PRESSING PROBLEM NOW! WORKING TOGETHER, WE MUST DEFEAT THE FANTASTIC FOUR ... AND WE SHALL DO IT!!

YOU ARE RIGHT! WE CANNOT TAKE THE RISK! THEREFORE, I SHALL BRING YOU BACK TO EARTH!... WHILE I RETURN TO THE FUTURE ... SO THAT I SHALL STILL LIVE TO CARRY ON YOUR FIGHT EVEN THOUGH YOU MAY BE DESTROYED!

OBSERVING THE SCIENTIFIC MARVELS YOU POSSESS IN THIS SHIP, I CAN ALMOST BELIEVE THAT YOU ARE REALLY ME WHAT OTHER HUMAN BRAIN COULD BE SO BRILLIANT?!!

IT HAS BEEN SAID THAT REED RICHARDS IS THE SUPERIOR OF BOTH OF US!

BAH! I INTEND TO PUT AN END TO THAT LIE ONCE AND FOR ALL! THIS TIME I SHALL BEAT HIM SO CONCLUSIVELY, THAT THE WORLD WILL KNOW I AM THE MASTER!

AND SO, OUR STAGE IS SET! OUR CHARACTERS ARE ASSEMBLED! THE PLAY HAS BEGUN! AND ONE OF THE MOST MIND-STAGGERING CONTESTS OF ALL TIME IS ABOUT TO BE FOUGHT AS THE SPACE CAPSULE CONTAINING THE DIABOLICAL DOCTOR DOOM HURTLES TOWARDS EARTH, WHILE RAMA TUT, THE FEARSOME MENACE FROM THE FUTURE, RETURNS TO THE 25TH CENTURY...

THIS TIME, VICTORY SHALL BE MINE! I FEEL IT IN EVERY FIBRE OF MY BEING!

And, THOUGH WE DON'T WISH TO DIVULGE THE ENDING YET, WE CAN SAY THAT, IN A CERTAIN SPECIAL WAY... DOCTOR DOOM IS RIGHT!

SOMETIME LATER, GAZING WISTFULLY OUT OF F.F. HEADQUARTERS, SUE STORM POINTS OUT A DRAMATIC SIGHT TO THE TALL, HANDSOME, COMMANDING FIGURE BESIDE HER!

REED! MAKE A WISH! THAT'S A SHOOTING STAR!

THAT'S ODD! JUDGING BY ITS SPEED AND TRAJECTORY, I'D ALMOST GUESS IT'S A MAN-MADE CAPSULE INSTEAD!

AND, SPEAKING OF CAPSULES, YOU'LL HAVE TO EXCUSE ME, SUE! I'VE SOME WORK TO FINISH OFF!

HMMPH! HE'S BEEN SO PREOCCUPIED LATELY, THAT AS FAR AS *HE'S* CONCERNED, I MIGHT AS WELL BE THE INVISIBLE GIRL *ALL* THE TIME!

EVER SINCE DR. DOOM DISAPPEARED INTO SPACE I'VE HAD A PREMONITION THAT HE'LL RETURN, MORE DANGEROUS THAN EVER!

SATELLITE VIEW OF EARTH

AND, AS THOUGH TO LEND EMPHASIS TO THE WORDS OF MR. FANTASTIC, AN IRON-MASKED FIGURE PARACHUTES SAFELY TO EARTH, AS HIS CAPSULE PLUNGES TO A SWIFT WATERY END OUTSIDE OF NEW YORK HARBOR...

THEN, A SHORT TIME LATER, THE AWESOME FIGURE OF *DOCTOR DOOM* AGAIN APPEARS IN THE TEEMING METROPOLIS TO MENACE MANKIND!

THIS TIME THERE SHALL BE NO SLIP UP... NO MISTAKE!

THIS TIME MY PLAN SHALL BE WORKED OUT TO THE MOST MINUTE DETAIL! IT SHALL BE SO DEVILISHLY CUNNING THAT THE FANTASTIC FOUR SHALL BE TRAPPED BEFORE THEY EVEN SUSPECT THAT I HAVE RETURNED!!

THUS, WITH THE SUPREME CONFIDENCE OF A MASTER EGOIST, THE MOST DIABOLICAL VILLAIN OF ALL TIME STRIDES THROUGH THE STREETS OF NEW YORK, KNOWING THAT HIS VERY VISAGE IS ENOUGH TO MAKE ORDINARY MEN STAND ASIDE IN MUTE SHOCK!

NEVER WILL THIS MASS OF TEEMING HUMANITY EVER FORGET THAT *DOCTOR DOOM* ONCE WALKED AMONG THEM!

MEANWHILE, AT THE LATVERIAN EMBASSY BUILDING IN THE SHADOW OF THE U N., THE AMBASSADOR OF THAT LITTLE-KNOWN NATION IS GRANTING A NEWS INTERVIEW...

WE KNOW YOUR NATION HAS A PRIME MINISTER, SIR, BUT IT'S RUMORED THAT HE ISN'T THE *REAL* RULER!

NONSENSE, GENTLEMEN! SURELY YOU DON'T BELIEVE SUCH FOOLISH RUMORS!

WHAT WERE YOU EXPECTING ME TO ADMIT?? THE PRESENCE OF SOME MYSTERIOUS, MASKED, UNKNOWN TYRANT, WHO CHOOSES TO REMAIN HIDDEN FROM THE WORLD??

THIS IS NOT A *STORY BOOK* KINGDOM, GENTLEMEN! IT IS... *UHHH!* EXCUSE ME!! THE INTERVIEW IS *OVER!*

SECONDS LATER, AFTER SUMMARILY DISMISSING THE GENTLEMEN OF THE PRESS...

EXCELLENCY! I DIDN'T KNOW... I NEVER *DREAMED* YOU WERE HERE! I.. I..I...

SILENCE, YOU SNIVELING FOOL! COME IN AND SHUT THE DOOR! I HAVE ORDERS FOR YOU!

THE INSTRUCTIONS I GIVE YOU MUST BE CARRIED OUT TO THE *LETTER*, DO YOU UNDERSTAND?? IF THERE SHOULD BE ONE SMALL SLIP-UP...!

OH, NO, EXCELLENCY! ON MY LIFE ...!

EXACTLY, GORZENKO! THE SLIGHTEST MISTAKE WILL *COST* YOUR LIFE!

SO, FOR THE NEXT FIFTEEN MINUTES, IN CRISP, CLIPPED, MENACING TONES, THE MASTER SCHEMER DIVULGES HIS PLANS TO HIS QUIVERING UNDERLING! AND THEN...

NOW REPEAT IT TO ME... AND BE SURE YOU ARE *LETTER PERFECT!*

AND, AS SOON AS THE AMBASSADOR HAS FINISHED...

NOW GO ABOUT YOUR DUTIES, GORZENKO! AND REMEMBER... THE EYES OF *DOCTOR DOOM* WILL BE UPON YOU!

WHEN NEXT THE FANTASTIC FOUR AND I SHALL MEET, IT WILL BE AT A *PARTY!* BUT A PARTY SUCH AS THEY HAVE NEVER ATTENDED BEFORE... NOR EVER WILL AGAIN!

AND NOW, AS THE WEB OF FATE DRAWS EVER CLOSER, LET US AGAIN JOIN OUR COLORFUL QUARTET...

BEN, ARE YOU READY TO TEST THE NEW ADHESIVE TO BE USED ON N.A.S.A. CAPSULES?

SURE! I'M *ALWAYS* READY! BUT *TELL* ME SOMETHIN', BIG DOME... HOW COME NO MATTER HOW MANY NUTTY SCIENTIFIC MACHINES YOU USE, *I'M* ALWAYS THE ONE WHO ENDS UP DOIN' THE HEAVY WORK?!

BECAUSE YOU'RE THE ONE WITH ALL THE *STRENGTH*... MOSTLY BETWEEN THE *EARS*!

VER-RY FUNNY, JUNIOR! EVER TRY JOKIN' THROUGH A FAT LIP??

SAVE THE HORSEPLAY FOR LATER, GUYS! I WANT TO SEE HOW STRONG THAT ADHESIVE IS, BEN! TRY PULLING THE TWO BLOCKS APART... *NOW!*

NUTS!! YA'D THINK A LIVIN' DOLL LIKE *ME* WOULD GET MORE *GLAMOROUS* JOBS THAN *THIS* TO DO!! ... *UGH*...

THANKS, BIG FELLA! THE ADHESIVE PASSED ITS TEST! IT TOOK YOU ALMOST THREE SECONDS TO PRY IT APART! THAT MEANS IT'S STRONG ENOUGH TO HOLD A NOSE CONE ON A MISSILE AGAINST THE PULL AND STRESS OF BLAST-OFF!

WELL, WADDAYA KNOW?! AIN'T THAT JUST GINGER-PEACHY??

I GUESS THAT WRAPS IT UP FOR TODAY! WE'VE ALL BEEN WORKING PRETTY HARD!

ARE YOU *KIDDIN'*?!! I ALMOST BUST MY TENDER LITTLE BICEPS WHILE YOU MAKE LIKE A POOR MAN'S VINCENT PRICE!

ALL RIGHT, BIG FELLA... IF IT'S A PAT ON THE BACK YOU WANT, CONSIDER YOURSELF PATTED!!

I'D RATHER CONSIDER MYSELF *PAID*... LIKE WITH SOME REAL FOLDIN' GREEN!!

BOYS! BIG NEWS! WE JUST GOT AN IMPORTANT INVITATION!!

AN INVITATION??

IF IT'S TO A YANCY STREET BLOCK PARTY, COUNT ME OUT!!

OH, IT'S *NOTHING* LIKE THAT, BEN!

HMM, WE'RE INVITED TO AN OFFICIAL EMBASSY RECEPTION TO BE GIVEN TONIGHT BY THE LATVERIAN AMBASSADOR! WE'VE BEEN AWARDED A SCIENTIFIC FELLOWSHIP!

YAY!! WE'RE FINALLY STARTIN' TO GET *UP* IN THE WORLD! AFTER THIS I MAY RUN FOR *POLITICS!*

YOU'LL BE RUNNIN' FOR THE *HILLS* IF YOU DON'T GET THAT *FLAME* OUTTA MY FACE, YOU HIGH-FLYIN' HOTHEAD!!

OH, REED, IT SOUNDS SO VERY *EXCITING!* I'VE GOT THE MOST *DARING* NEW EVENING GOWN THAT I'VE BEEN SIMPLY *DYING* TO WEAR!

I'M AFRAID THIS WON'T BE YOUR CHANCE, HONEY! THE INVITATION SAID WE SHOULD WEAR OUR F.F. COSTUMES!

PROBABLY AT THE REQUEST OF THE PRESS PHOTOGRAPHERS!

AND SO, THE WORLD'S MOST FAMOUS TEAM OF ADVENTURERS ATTENDS THE MOST GALA EMBASSY PARTY OF THE YEAR THAT NIGHT... LITTLE SUSPECTING THE TRUE IDENTITY OF THE MAN WHO ACTUALLY ISSUED THE INVITATION ...

Y'KNOW, THIS AIN'T A BAD PLACE TO VISIT... BUT I WOULDN'T WANNA *LIVE* HERE!

I'LL BETCHA THIS ROOM IS ALMOST AS BIG AS THE WHOLE *NATION* OF LATVERIA!

REED, I'M RUSTY ON MY CURRENT EVENTS! WHO IS THE ACTUAL *RULER* OF LATVERIA?

THEY *SAY* IT'S THE PRIME MINISTER, SUE, BUT STRANGELY ENOUGH, NO ONE SEEMS TO BE *SURE!*

THEN, AFTER THE CEREMONIES, AT DINNER ...

YOU MUST ALL TRY OUR NATIVE JUICE DRINK... MADE FROM SPECIAL BERRIES GROWN ONLY IN LATVERIA!

SAY "WHEN", SIR!

JUST KEEP POURIN', MAC! I'M A *BIG BOY* NOW!

HEY! LEAVE SOME FOR THE *REST* OF US, BEN!

IT *MUST* BE GOOD, JOHNNY! LOOK HOW VORACIOUSLY BEN IS GULPING IT DOWN!

DON'T KID YOURSELF, SIS! THAT BIG LUG'LL DRINK *ANYTHING!*

HMM, IT *IS* PRETTY GOOD! SORT OF LIKE A KING-SIZED HAWAIIAN PUNCH!

I WONDER WHAT THAT FUNNY ODOR IS, THOUGH! AW, I MUSTA JUST *IMAGINED* IT!

SUE, HONEY... I HAVE A STRANGE FEELING ABOUT ALL THIS! PERHAPS YOU'D BETTER NOT *DRINK* THAT JUICE!

TOO LATE, REED! I JUST *DID!* WHY??

FORGET IT, THEN! I'M PROBABLY JUST OVER-SUSPICIOUS!!

TELL THE MASTER THAT ALL GOES ACCORDING TO PLAN!

BUT, AS THE EVENING PROGRESSES, IT GROWS INCREASINGLY DIFFICULT TO HARBOR ANY SUSPICIONS AS THE MOOD GROWS MORE AND MORE FESTIVE...

AND NOW, LADIES AND GENTLEMEN, AND HONORED GUESTS, WE SHALL HAVE A PERIOD OF *DANCING!*

OUR FIRST SELECTION IS DEDICATED TO THE LOVELY MISS SUSAN STORM!

SO FAR, SO GOOD! NOW I SHALL REPORT TO THE MASTER, AS INSTRUCTED! BUT, IT IS STRANGE THAT HE SHOULD BE HERE IN PERSON... HE, WHO HAS NEVER BEFORE PUBLICLY ATTENDED *ANY* OFFICIAL FUNCTION!

EXCELLENCY! FORGIVE THIS INTRUSION! BE ADVISED THAT ALL GOES WELL DOWNSTAIRS!

AND SO IT *SHOULD*, UNDER PAIN OF MY EXTREME DISPLEASURE!!

HAVE *ALL* THE FANTASTIC FOUR PARTAKEN OF MY SPECIALLY PREPARED BERRY DRINK?

ALL SAVE THE ONE KNOWN AS *MR. FANTASTIC*, EXCELLENCY! I DID NOT SEE HIM DRINK! BUT IF YOU WISH...

NO MATTER! SO LONG AS THE *OTHERS* DID, MY PLAN WILL STILL GO FORWARD! RETURN TO THE GUESTS NOW! *DISMISSED!*

And IN THE MAIN FLOOR BALLROOM, WE FIND...

IT'S ODD, MISS STORM...AFTER WATCHING HIM FOR A WHILE, THE *THING* BEGINS TO LOOK NORMAL... ALMOST *HANDSOME!*

YOU DANCE DIVINELY, MR. GRIMM!

YEAH? I'LL BET *FRED ASTAIRE* AIN'T LOSIN' ANY SLEEP WORRYIN' ABOUT ME!

MY! TO THINK I'M ACTUALLY SEEING THE FAMOUS *FANTASTIC FOUR* IN PERSON!

IF YOU'D LIKE TO HEAR ALL *ABOUT* US, COUNTESS, COME ON OUT ON THE TERRACE!

BY THE WAY, YOU'RE A LATVERIAN COUNTESS...AND I'VE MET LATVERIAN DUKES... BUT WHO'S YOUR *KING??*

OH, EH...WE *HAVE* NO KING! WE ARE RULED BY ONE WHO IS KNOWN SIMPLY AS... THE *MASTER!*

REALLY? THAT'S A NEW ONE ON ME! WHAT'S THE REAL SCOOP ABOUT...?

I ALWAYS *SAID* YOU TALK TOO MUCH, HOT-HEAD! WHY DON'T YOU JUST *KISS* HER??

EXCUSE ME, COUNTESS!! I HAVE... EH.. SOMETHING TO *ATTEND* TO!

BEN! HAVE YOU FLIPPED YOUR LID?? YOU NEVER TALKED LIKE THAT *BEFORE!*

DON'T LECTURE *ME*, SQUIRT!! IF *YOU* CAN'T MAKE ANY TIME WITH THAT CHICK, LET A GUY WHO *CAN* GET A CHANCE!

WHAT'S *HAPPENED* TO BEN? HE DOESN'T EVEN *SOUND* LIKE HIMSELF! I'D BETTER QUIET HIM DOWN!

I *HOPED* YA'D FOLLOW ME IN HERE! I'VE BEEN ACHIN' TO DO THIS FOR *MONTHS!*

UGHHH!

QUIT HAMMIN' IT UP, SMALL FRY! I ONLY *TAPPED* YA!

THAT *DOES* IT! I CAN TAKE HIS USUAL CORNY CLOWNIN' AROUND... BUT NOW I'M *MAD!*

FLAME ON!

Then, A VERY SHORT TIME LATER...

TELL ME, MR. GRIMM, HOW ON EARTH DID YOU EVER BECOME SO *POWERFUL?*

WELL, WOULD YOU BELIEVE I WAS ONCE A 90-POUND WEAKLING?? THEN, SOME TWERP KICKED SAND IN MY FACE! AS A MATTER OF FACT, I'M STILL *LOOK-IN'* FOR THAT CREEP!

OHH! WHAT'S *THAT?!!*

WHERE *IS* HE?? WHERE'S THAT UGLY, BONE-HEADED, ORANGE-SKINNED HUNK OF *NOTHIN'?!!*

IT SOUNDS LIKE THE TORCH... MY...ULP... *BEST FRIEND!*

HEY, KNUCKLEHEAD!! WHAT *GIVES??* YOU A CANDIDATE FOR A PADDED CELL, OR SOMETHIN'?? THIS IS AN *EMBASSY*, NOT A *GYM!!*

YOU'RE A FINE ONE TO TALK, AFTER WHAT *YOU* JUST DID!

WHAT DID I DO? I'VE BEEN SITTIN' WITH THAT CUTE TOMATO FOR THE PAST HALF HOUR!

ONE THING ABOUT BEN... HE'S NO *LIAR!* IF HE'S BEEN SITTING THERE... THEN *WHO...??*

WAIT A MINUTE! YOU CAN'T GO AROUND BURNIN' THROUGH WALLS AND THEN FLY AWAY! YOU GOT SOME EXPLAININ' TO DO!!

MEANWHILE, WATCHING THROUGH A SPECIAL ONE-WAY VISION WALL, WE FIND...

AH, MY SPECIAL "BERRY JUICE" IS TAKING EFFECT! THE F.F. ARE IMAGINING JUST WHAT I *DESIRE* THEM TO IMAGINE!

THERE IS SUSAN STORM, TRYING TO SEE WHAT IS WRONG! NOW FOR *HER* SURPRISE!

REED! YOU'VE GOT TO STOP JOHNNY AND BEN! THEY'RE...

OH, REED!! H-HOW *COULD* YOU??!!

WHAT ARE *YOU* BUTTING IN FOR? I'M *BUSY* NOW! GO HAUNT A HOUSE OR SOMETHING!

YOU... YOU'D SPEAK THAT WAY TO *ME?!!* I THOUGHT... I THOUGHT YOU *LOVED* ME?!!

LOVE YOU?? YOU'RE LUCKY I EVEN *TOLERATE* YOU! I BELIEVE IN PLAYIN' THE FIELD, BLONDIE... AND DON'T FORGET IT...

I... I NEVER THOUGHT I'D HEAR *YOU...* NOT *YOU...!*

SO HEARTBROKEN IS SUE, THAT SHE FAILS TO NOTICE THE FACT THAT REED'S BODY IS PARTIALLY *TRANS-PARENT*... FOR IT ISN'T *REALLY* REED AT ALL, JUST AS IT WASN'T REALLY THE *THING* BEFORE... THEY ARE JUST ARTIFICIALLY INDUCED *ILLUSIONS,* CREATED THROUGH THE GENIUS OF *DOCTOR DOOM!*

BUT, MOMENTS LATER, THE FOUR FLESH-AND-BLOOD PARTNERS MEET...

SUE! JOHNNY! BEN! WHAT'S GOING *ON* HERE??!

YOU HAVE THE NERVE TO ASK *THAT?!!*

OKAY, HERE'S WHERE YOU SEE WHAT HAPPENS TO HALF-PINTS WHO TRY TO BUG THE *THING!*

IF IT'S A *FIGHT* YOU WANT, GRUESOME, YOU'VE COME TO THE RIGHT JOE!

HEY! WHAT TH...?? WHAT *HIT* ME?? WHAT DOWSED MY FLAME??

MY INVISIBLE FORCE FIELD, JOHNNY! NOW, YOU JUST STOP THAT NONSENSE BEFORE WE *ALL* GET IN TROUBLE!

BUT, MANEUVERING QUICKLY, THE TORCH SKIMS AROUND SUE'S POTENT FORCE SCREEN AND FLAMES ON AGAIN!

NOW, AS I WAS SAYIN'... *HEY!!* WHAT THE..?!!

HERE'S SOMETHIN' FOR YA TO CHEW ON, TWERP!!

I DON'T KNOW WHAT'S GOTTEN YOU SO HOT UNDER THE COLLAR, JUNIOR, BUT I *DO* KNOW THE BEST WAY TO COOL OFF A MATCH-HEAD LIKE YOU !!

LEMME *OUTTA* HERE !!

I THOUGHT YA'D NEVER *ASK*, SONNY BOY !!

THAT *DOES* IT !! JUST LET ME AT 'IM !! JUST *LET ME AT 'IM* !!

SUE, I'VE GOT TO *EXPLAIN* TO YOU ! I'VE FIGURED OUT WHY ALL OF THIS IS HAPPEN... *SUE* !! WHAT ARE YOU *DOING* ??

YOU HAVE *NOTHING* TO SAY TO *ME*, REED RICHARDS... NOT NOW, OR EVER AGAIN !!

SUE, *LISTEN* TO ME !! WHATEVER IT IS THAT'S BOTHERING YOU, IT ISN'T WHAT YOU THINK !!

SUE ! STAY *VISIBLE* WHEN I'M TALKING TO YOU !!

I'M *THROUGH* LISTENING TO YOU, MY TWO-TIMING FRIEND !! I NEVER WANT TO *SEE* YOU AGAIN... AND YOU *CERTAINLY* WILL NEVER SEE *ME* !

BUT, HONEY...

DON'T YOU *DARE* "HONEY" *ME* !!

IT'S WORKING *PERFECTLY*... JUST AS I PLANNED ! BUT THIS IS ONLY THE PRELIMINARY... THE *MAIN ENCOUNTER* IS YET TO BEGIN !!

AND SO, MY FINAL AND COMPLETE VICTORY IS ALMOST WITHIN MY GRASP!

BUT WHAT DOES IT *MEAN?* WILL I BE ANY *HAPPIER* ONCE I'VE DEFEATED THE FANTASTIC FOUR?

NO VICTORY... *NO* TRIUMPH CAN EVER RESTORE MY NORMAL FACE TO ME!! NO CONQUEST CAN MAKE ME THE MAN I ONCE WAS!!

Then, SLOWLY... HESITATINGLY... THE TORMENTED MAN WHOM THE WORLD KNOWS AS *DOCTOR DOOM* ACTIVATES THE CONCEALED STUD UPON HIS FINGER.. AS THOUGH WANTING TO TORTURE HIMSELF TO THE VERY LIMIT OF ENDURANCE!

AND, AS THE INGENIOUS DEVICE BEGINS TO OPERATE, HIS IRON FACE MASK STARTS TO LOOSEN... TO UNSEAL ITSELF... FOR THE FIRST TIME IN YEARS...!

UNTIL...

I'VE *DONE* IT! IT'S *OFF!!* AND NOW... DO I *DARE*... TO *LOOK*...??

I MUST!! I CANNOT STOP MYSELF! *I MUST!!*

NO! *NO!* IT'S EVEN *WORSE* THAN I *REMEMBERED!*

SUDDENLY, THE INDOMITABLE WILL, THE IRON CONTROL OF ONE OF MANKIND'S MOST TRAGIC FIGURES, ABRUPTLY *SNAPS!* WITHOUT THINKING... WITHOUT CARING... HE DOES THE ONE THING WHICH COULD WRECK HIS CAREFULLY LAID MASTER PLAN...!

WHOOSH!

CLACK!

I CAN'T *BEAR* IT! I MUST *DESTROY* IT! DRIVE IT FROM MY SIGHT... FROM MY *MIND!!*

AND SO, EVENTS ARE SET IN MOTION WHICH NO ONE COULD HAVE PREDICTED... THE RESULTS OF WHICH NO ONE CAN POSSIBLY FORETELL!

WHAT WAS *THAT??*

A *SHOT!* THE SOUND OF BREAKING GLASS! FROM THE NEXT ROOM!

AT THAT MOMENT, ALL PERSONAL PROBLEMS AND CONFLICTS ARE FORGOTTEN, AS SUE STORM RETURNS TO VISIBILITY AND THE MAN WHOSE HEART SHE POSSESSES LEAPS INTO GALVANIZED ACTION TO PROTECT HER...

SUE! STAY BACK! WE DON'T KNOW WHAT DANGER IS WAITING BEHIND THIS DOOR!!

AND THEN, TIME ITSELF SEEMS TO HANG SUSPENDED... FROZEN INTO A MAD NIGHTMARISH TABLEAU, AS THE TWO INCREDIBLY POWERFUL ARCH-ENEMIES MEET ONCE AGAIN ...FACE TO FACE!!

DOOM! THEN IT WAS YOU... AS I SUSPECTED!!

RICHARDS!! WE MEET TOO SOON... THIS MEANS MY PLANS MUST CHANGE.. BUT THE RESULT WILL BE THE SAME!

SUE! RUN! WARN THE TORCH AND BEN! I'LL HOLD HIM AT BAY!!

NO! I WON'T LEAVE YOU! HE'S ARMED AND YOU'RE NOT! BUT WE CAN FIGHT BACK... THIS WAY!!

YOUR INVISIBLE FORCE SHIELD.. OF COURSE! NOW PROJECT IT, SUE... PUSH IT BACK, QUICKLY... TOWARDS DOOM!

THAT'S IT! IT WORKED!!

SOME UNSEEN FORCE PUSHED ME THROUGH THE WINDOW! BUT, THIS IS MERELY A TEMPORARY SETBACK! I'LL NOW USE ALTERNATE PLAN B!!

HE'S GONE! OH, REED... I DON'T UNDERSTAND ANY OF THIS!!

I TRIED TO EXPLAIN, DARLING! IT WAS THE DRINK THEY GAVE US... IT CONTAINED A POTENT HERB...

..IT MADE US IMAGINE THE WORST ABOUT EACH OTHER! THAT'S WHY YOU THOUGHT YOU SAW ME WITH THAT OTHER GIRL ...IT'S WHAT DOOM WANTED YOU TO THINK! IT WAS DOOM'S WAY OF TOYING WITH US... OF SETTING US UP FOR THE KILL!!

REED... DEAREST! I'VE BEEN SUCH A FOOL!

NOT A FOOL, SUE... MERELY A FEMALE! YOU COULDN'T HAVE REACTED DIFFERENTLY!!

BUT WE HAVEN'T TIME TO TALK... NOT WITH DOCTOR DOOM ON THE LOOSE!

A FEW MINUTE'S LATER, AT THE EDGE OF CENTRAL PARK...

OKAY, USELESS... LET'S HEAR YA SAY "UNCLE"! AND SAY IT *LOUD'N CLEAR!!*

THERE THEY ARE!! *BEN! JOHNNY! HOLD IT!*

BEN! DON'T *HURT* HIM!!

TELL ME SOME-THING, BEN.. HOW COME YOUR PARENTS NEVER HAD ANY KIDS?

NUTS! EVERY TIME WE GET A GOOD FIGHT GOIN', SOMETHING POPS UP TO SPOIL IT!

AWRIGHT, WHO'S THE WISE-GUY?? *WHO'S THE WISE-GUY?!!*

IT'S *REED*, FELLA... WE'VE NO TIME FOR FUN AND GAMES NOW!

...SO I'LL JUST COOL YOU OFF THE FASTEST AND BEST WAY POSSIBLE! LIKE *THIS!*

HEY! HAVE A *HEART!* I GET DIZZY JUST WATCHIN' A *PING PONG* GAME!

THEN, SECONDS LATER, REED RICHARDS EXPLAINS...

...AND *THAT'S* THE STORY, BEN! *DR. DOOM* WAS BEHIND IT ALL!!

YEAH, YEAH! OH, MY ACHIN' BACK!!!

BEING SUSPICIOUS FROM THE START, I DIDN'T DRINK MY BERRY JUICE... INSTEAD, I TOOK A SAMPLE AND QUICKLY *ANALYZED* IT! THAT'S WHAT PUT ME ON THE RIGHT TRACK!

Y'KNOW, STRETCH, YOU MAY NOT BE A GLAMOR PANTS LIKE ME, BUT EVEN YOUR *BRAINS* MUST HAVE BRAINS!!

ANYWAY, AT LEAST WE KNOW WHO WE'RE FIGHTIN' NOW!

YEAH, BEN! THAT'S ALWAYS A HELP!

THE THREE OF US MUST NEVER STOP TILL DOOM IS BEATEN!

THE *THREE* OF YOU? WHAT ABOUT *ME?*

NOT *THIS* TIME, SUE! DOOM IS *TOO* DANGEROUS! I CAN'T ALLOW YOU TO TAKE THE RISK!

REED RICHARDS!! IF YOUR LOVE FOR ME IS GOING TO START MAKING ME AN *OUTSIDER*, THEN I DON'T *WANT* IT!! I'VE ALWAYS BEEN *ONE* OF YOU... AND I ALWAYS *SHALL* BE!!

SIS CAN HANDLE HERSELF OKAY, REED!

THE KID'S *RIGHT!* ANY-WAY, HAVE NO FEAR... BENJA-MIN'S HERE!

Then, BOWING TO THE MAJORITY OPINION, ALTHOUGH WITH A HEAVY HEART, THE VALIANT HEAD OF THE F.F. LEADS THE WAY BACK TO THEIR HEAD-QUARTERS ...

LOOK SHARP! DOOM COULD STRIKE AT ANY SECOND!

NOW I KNOW EVERYTHING'S FINE AGAIN! REED'S AS BIG A CORNBALL AS EVER!

HOLD IT! OUR OUTER DOOR IS UNLOCKED! I'LL CHECK FOR BOOBY TRAPS!

CAUTIOUSLY ELONGATING HIS PLIABLE ARM, THE MASTER STRATEGIST SLOWLY PUSHES BACK THE DOOR, FINALLY REVEALING THE AWESOME FORM OF ...

DOCTOR DOOM!

OF *COURSE!* IS IT NOT FITTING THAT OUR *FINAL* BATTLE SHOULD BE FOUGHT *HERE?!*

GANGWAY!! WHILE THAT BIG HAM IS BUSY MAKIN' WITH THE SQUARE SPEECHES, I'M GONNA GIVE 'IM A FISTFUL OF *KNUCKLES* TO CHEW ON!!

IT'S *CLOBBERIN' TIME!!*

CAREFUL, BEN ... HE'D NEVER EXPOSE HIMSELF WITHOUT SOME SORT OF PROTECTIVE DEVICE!

MOST PERCEPTIVE OF YOU, RICHARDS! AS YOU CAN SEE, I AM SOMEWHAT ADEPT AT THE CREATION OF *FORCE FIELDS*, MYSELF!!

YEESH!

BUNK!! HOW CAN *ANY* FORCE FIELD HOLD BACK MY TRUSTY OL' PILE DRIVER PUNCH ??!

VERY *EASILY*, YOU ADDLE-BRAINED INCOMPETENT... *IF* THAT FORCE-FIELD IS THE CREATION OF A *GENIUS* LIKE DOCTOR DOOM!

TORCH ... GRAB THIS!! IT'S A DEVICE I'VE CREATED FOR JUST SUCH A SITUATION! *HURRY!!*

FLY TO A HEIGHT OF AT LEAST A THOUSAND FEET, THEN TRIGGER THAT ROD WITH YOUR *NOVA FLAME!* IT'LL SMASH ANY FORCE FIELD EVER CREATED!

AT A THOUSAND FEET MY NOVA FLAME CAN'T HARM ANYONE!! OKAY... HERE GOES NOTHIN'!!

JOHNNY, I FORGOT TO *TELL* YOU...*LET GO* OF THE ROD THE *INSTANT* YOU TRIGGER IT! IT'S SO POWERFUL THAT AN ENERGY FEEDBACK MAY HIT YOU!!

IT'S NO USE! HE'S TOO HIGH! HE CAN'T HEAR ME!

I'M HIGH ENOUGH NOW! I SURE HOPE THIS GIZMO OF REED'S WILL WORK!

AND SO, THE HUMAN TORCH UTILIZES ONE OF HIS MOST POTENT POWERS, AS HE CAUSES HIMSELF TO BURN WITH THE BRILLIANCE AND INTENSITY OF A NEAR-NOVA EXPLOSION, LIGHTING UP THE SKY FOR MILES AROUND...!!

SO POWERFUL IS REED RICHARDS' FORCE FIELD DISRUPTER, THAT *ONLY* SUCH AN INTENSE EXPLOSION OF ENERGY IS SUFFICIENT TO TRIGGER IT! AND THEN, AS THE POWER SURGES DOWN THROUGH THE INSULATED CABLE...

LOOK! LOOK AT DOCTOR DOOM!!

SO INDESCRIBABLY STRONG IS THE IMPACT THAT THE FORCE FIELD IS DISSOLVED INSTANTLY...AS THE MAN WHO CREATED IT IS UNABLE TO WITHSTAND THE PULSATING PRESSURE!

I ALWAYS KNEW HOW WORTHY A FOE YOU WERE, RICHARDS! THAT IS WHAT WILL MAKE MY INEVITABLE VICTORY ALL THE MORE SWEET!

IT WILL BE A FEW SECONDS BEFORE DOOM CAN PULL HIMSELF TOGETHER! HE'S STALLING FOR TIME! BUT... WHAT ABOUT *JOHNNY?!*

OH *NO!* IT'S WHAT I *FEARED!!* HE'S LOST CONTROL!! HE'S PLUMMETING TO EARTH!!

I..I CAN STILL FLAME ON!...BUT NOT ENOUGH TO KEEP ME AIR-BORNE!! I'M GONNA CRASH! CAN'T SAVE MYSELF!!

ONLY *ONE* CHANCE! *BEN!* GRAB MY LEGS! *SUE...* MY WAIST! *ANCHOR ME DOWN!!* I'VE GOT TO *CATCH* HIM AS HE FALLS PAST ME!!

DON'T *MISS* HIM, REED, PLEASE! ...*PLEASE*, MY DARLING, *DON'T MISS HIM!!*

I *KNOW* I'LL CATCH HIM! THE *BIG* QUESTION IS, CAN I *HOLD* HIM WITH MY GLOVED HANDS WHILE HIS *FLAME* IS ON?!

And THEN, AS THE SEMI-CONSCIOUS HUMAN TORCH HURTLES PAST, TOO DAZED TO THINK OF TURNING OFF HIS FLAME, THE FANTASTIC ARMS OF REED RICHARDS MOVE WITH DAZZLING SPEED...!

I GOT HIM!

MY *HANDS*... THE *PAIN!!* UNBEARABLE... BUT CAN'T LET GO! *CAN'T LET GO!!*

THEN, SECONDS LATER... THE ORDEAL IS ENDED!

REED!! YOU DID IT! YOU *DID* IT!

NOW THAT THE KID'S OKAY, LET US CONTINUE WHERE WE LEFT OFF, CUDDLES!!

QUICK... BEFORE DOOM STRIKES AGAIN!! SPILL MY ALKALI SOLUTION #16T INTO A BEAKER! SUE... IN THE NAME OF HEAVEN.. *HURRY!!*

REED, I DIDN'T EVEN REALIZE...I WASN'T AWARE OF THE *PAIN* YOU MUST HAVE SUFFERED, MY DARLING!

ONE DOESN'T THINK OF PAIN WHEN A HUMAN LIFE IS AT STAKE! IT...IT'S A GOOD THING THIS SOLUTION WAS NEAR AT HAND... SOME DAY REMIND ME TO PUT IT ON THE OPEN MARKET!

TIRED...CAN'T KEEP EYES OPEN.. SORRY, REED... CAN'T FIGHT ANY MORE!

YOU NEEDN'T APOLOGIZE, LAD! YOU'VE *EARNED* YOUR REST! WITHOUT YOU, DOOM MIGHT NOW BE IN COMMAND! THE FIGHT IS *OURS* FROM NOW ON!!

OKAY, DOOMSY...HOW DO YA *WANT* IT? ONE NICE FAST CLOBBER?? OR SHOULD WE WALTZ AROUND FOR A WHILE FIRST??

YOU LOWBORN CLOD!! IN YOUR ABYSMAL IGNORANCE AND CONCEIT, YOU FORGET TO WHOM YOU SPEAK!! I AM *STILL* EASILY YOUR MASTER!!

YOU MAY NOT *KNOW* IT, TINHEAD, BUT YOU JUST MADE YOUR *EXIT SPEECH!* AND NOW, I'M GONNA... *HEY!!* WHA...??

WHAT'S GOIN' *ON* HERE? I CAN'T *MOVE!!*

WRONG AS USUAL, YOU BESTIAL BOOR! YOU *CAN* MOVE... IN ONE DIRECTION... *DOWN!!*

THIS MINIATURE PARALYSIS GUN OF MY OWN DESIGN, SO EASILY CONCEALED IN THE PALM OF MY HAND, IS BUT ONE OF THE MANY REASONS WHY DOCTOR DOOM CAN NEVER BE VANQUISHED!

BUT, THEN, BEFORE THE ARCH-MENACE CAN MAKE ANOTHER MOVE ...

DO MY EYES *DECEIVE* ME??

NO...IT IS NO ILLUSION! I'M TURNING *INVISIBLE!!*

YOU NEVER SUSPECTED THAT I HAD THE POWER TO TURN *OTHERS* INVISIBLE AS WELL AS MYSELF!!

NOR COULD YOU EVER HAVE IMAGINED HOW *DIFFICULT* IT IS TO MOVE ABOUT WITHOUT SEEING YOUR OWN BODY!

BAH! ONE WITH MY MENTALITY WILL ADJUST TO IT IN *SECONDS!*

NO, YOU *WON'T!* NOT WHILE I THROW LITTLE INVISIBLE FORCE PELLETS TO KEEP YOU OFF-BALANCE!

YOU *FOOL!* HOW LONG DO YOU THINK YOU CAN HOLD *ME* AT BAY WITH SUCH INEFFECTUAL PARLOR TRICKS??

BUT THEN, IN HER EXCITEMENT, SUE BEGINS TO TURN HER BODY INVISIBLE, MOMENTARILY FORGETTING THAT SUCH AN ACT CAUSES HER FOE TO TURN PROPORTIONATELY *VISIBLE* AGAIN!

IT WAS MOST INJUDICIOUS OF YOU TO PERMIT ME TO OBSERVE THAT YOU CANNOT BE INVISIBLE AT THE SAME TIME AS YOUR OPPONENT!

AND NOW THAT I CAN DEDUCE THE *LIMITS* OF YOUR POWERS, IT WILL BE A SIMPLE MATTER FOR ME TO KEEP YOU IN CHECK BY MEANS OF A SIMPLE *RADAR* DEVICE BUILT INTO MY ARMOR!

BUT, A CALM COMMANDING VOICE CAUSES DR. DOOM TO TURN ONCE MORE AS THE TWO MOST MAGNIFICENTLY MATCHED FOES OF ALL TIME FACE EACH OTHER UNFLINCHINGLY!

WHY BATTLE A *FEMALE*, DOOM... WHEN *I'M* AS YET UNDEFEATED??!

MY SENTIMENTS EXACTLY, RICHARDS!

YOUR FIGHT IS WITH *ME* ALONE! IT ALWAYS *HAS* BEEN, SINCE WE FIRST MET, THOSE LONG YEARS AGO!

I KNEW, RICHARDS, EVEN THEN, THAT ONLY *YOU* COULD EVER BE A THREAT TO MY POWER! BUT I SHALL *REMOVE* THAT THREAT FOREVER NOW!

THEN *THIS* WILL BE OUR FINAL BATTLE... TO THE *FINISH!!* LET'S *DRINK* TO IT!

IT IS *AGREED* THEN!! ONLY *ONE* OF US WILL LEAVE HERE ALIVE!!

I REGRET THAT THINGS COULD NOT HAVE BEEN DIFFERENT! YOU MIGHT HAVE GIVEN THE WORLD SO MUCH!

THE WORLD WHICH *MADE ME* AN OUTCAST?? THE WORLD WHICH REJECTED ME?? WHAT DO *YOU* KNOW OF THE WORLD?? WHAT DOES *ANYONE* KNOW??

THEN NOTHING MORE REMAINS TO BE SAID! WE MUST ALWAYS BE FOES!

DRINK, RICHARDS! I WEARY OF THIS TALK! I ACHE TO SMASH YOU...TO DRIVE YOUR ACCURSED FACE FROM MY MEMORY FOREVER!

THIS MACHINE WILL PROVE ONCE AND FOR ALL...

NO NEED TO EXPLAIN, RICHARDS! I CAN DEDUCE ITS FUNCTION MOST CLEARLY! REMEMBER, I AM EVERY BIT YOUR SCIENTIFIC EQUAL!

THAT, MY IMPLACABLE ENEMY, REMAINS TO BE SEEN!

REED! NOT THE *ENCEPHALO-GUN!!* NOT *THAT!!* YOU *CAN'T!!*

STAND BACK, SUE! IT'S THE *ONLY* WAY! IF I SHOULD *LOSE*, MY DARLING, REMEMBER... I'VE LOVED YOU FROM THE FIRST!! NOTHING CAN EVER CHANGE THAT!

FINE WORDS, RICHARDS!...FROM ONE ABOUT TO *DIE!!* WITH THIS DEVICE SET AT *FULL POWER*, THE ONE WITH THE GREATER MENTALITY WILL SEND THE OTHER TO A TIMELESS LIMBO FROM WHICH THERE IS NO RETURN! AND NOW... *BEGIN!!*

THUS COMMENCES THE MOST FANTASTIC DUEL EVER RECORDED!! TWO OF EARTH'S GREATEST GENIUSES, ONE A VALIANT IDEALIST... THE OTHER, A MERCILESS MENACE... PITTING THE POWER OF THEIR TWO *BRAINS* AGAINST EACH OTHER!

EACH ONE KNOWING THAT THE PRICE OF DEFEAT COULD BE *DEATH*... YET, EACH WELCOMING THIS FINAL OPPORTUNITY TO *PROVE* HIS OWN SUPERIORITY!!

THEN, SLOWLY, INEXORABLY, THE MENTAL ENERGY GENERATED BY DOCTOR DOOM BEGINS TO SURGE INTO THE POWER UNIT WITH GREATER FORCE THAN THAT OF REED RICHARDS...

LITTLE BY LITTLE, THE AWESOME ARCH-VILLAIN SEES PANIC BEGIN TO WELL IN HIS ADVERSARY'S EYES, AS MR. FANTASTIC'S VERY FORM GROWS DIMMER AND DIMMER...

...UNTIL... *IT FADES FROM SIGHT COMPLETELY!!*

I'VE WON!! HE'S GONE! HE'S BEEN HURLED INTO LIMBO! *I AM THE VICTOR*, AS I KNEW I WAS *DESTINED* TO BE!

YOU SAW IT!! YOU ALL SAW IT! NOW YOU CAN NEVER AGAIN DOUBT MY SUPERIORITY... MY MATCHLESS MENTAL POWER!! NOW YOU KNOW IT IS I WHO AM TRULY THE MASTER!

I HAVE NO FURTHER INTEREST IN ANY OF YOU! YOU HAVE SUFFERED THE LOSS OF YOUR LEADER... THAT IS ENOUGH!

IN MY MOMENT OF SUPREME TRIUMPH, I CAN AFFORD TO BE FORGIVING! AND SO I LEAVE YOU...FOR THE LAST TIME!

REED! I DON'T UNDERSTAND! WHAT DID HE MEAN BY ALL THAT?!

I'LL EXPLAIN AS SOON AS HE'S GONE, DEAR! IN THE MEANTIME, DO YOU REMEMBER THAT TOAST WE DRANK??

YES, OF COURSE! BUT, WHAT...?

WE DRANK THE SAME BERRY JUICE HIS UNDERLINGS GAVE US...THE JUICE WHICH ENABLED THE ONE WITH THE STRONGER MENTALITY TO CREATE AN ILLUSION IN THE BRAIN OF THE OTHER!

AND THE ILLUSION I CREATED IN HIS MIND WAS THE ILLUSION OF VICTORY! HE IS CONVINCED THAT HE DEFEATED ME!

BUT, REED... HOW LONG WILL THAT ILLUSION LAST?

THE KID'S RIGHT! IT'LL WEAR OFF, SOMEDAY AND HE'LL BE BACK! LET ME TACKLE HIM NOW, BEFORE HE GETS AWAY...

NO, BEN! IT WOULD SERVE NO PURPOSE! WE'RE NOT MURDERERS... WE CAN'T KILL HIM! AND HE'S COMMITTED NO CRIME FOR WHICH HE CAN BE ARRESTED!

AS HEAD OF A FOREIGN NATION, NO MATTER HOW SMALL, HE IS ENTITLED TO DIPLOMATIC IMMUNITY IN THIS COUNTRY! ALL WE CAN DO IS HOPE THAT HE NEVER RETURNS...BUT, IF HE DOES... WE MUST STAND READY TO BATTLE HIM AGAIN!

AND STILL, I CAN'T HELP FEELING PITY FOR HIM! SOMETHING TERRIBLY TRAGIC MUST HAVE OCCURRED IN HIS LIFE TO MAKE HIM AS HE IS! PERHAPS, IF WE COULD EVER LEARN MORE OF HIS PAST...

HE WILL BE BACK...MORE DANGEROUS THAN EVER! I CAN FEEL IT!!

WE BEAT 'IM ONCE... WE'LL DO IT AGAIN!!

I WONDER IF HE EVER LIVED ON YANCY STREET?

WE HOPE YOU ENJOYED OUR LITTLE EPIC! WE'RE SURE IT WILL COME AS NO SURPRISE TO LEARN THAT YOU CAN CONTINUE FOLLOWING THE DIZZY DOINGS OF OUR FAMOUS FOURSOME EACH MONTH IN THEIR OWN F.F. MAG! SO, TILL CLOBBERIN' TIME ARRIVES AGAIN, FACE FRONT!! WE LOVE YA ALL! The End.

MARVEL COMICS GROUP 12¢

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

31 OCT

IND.

NEVER MIND HOW GREAT THIS STORY IS! JUST TAKE A LOOK AT OUR SWINGIN' TITLE...

THE MAD MENACE OF THE "MACABRE MOLE MAN!"

WE'VE GOT A REAL *SURPRISE* FOR YOU!

4

SOMEWHERE IN THIS THRILLER YOU'LL MEET A CHARACTER..VERY BRIEFLY... WHOSE IDENTITY, WHEN YOU LEARN IT, WILL COME AS A REAL SHOCK TO YOU!! READY? OKAY... SEE IF WE'RE RIGHT!

The MOLE MAN

WITHOUT DOUBT ONE OF THE *STRANGEST* SUPER-VILLAINS OF ALL TIME!

The FABULOUS F.F. FIGHT TO THE DEATH AGAINST:

"THE MAD MENACE OF THE MACABRE MOLE MAN!"

SEE: THE FRANTIC F.F. AS THEY DARE TO DEFY THE MIGHTY AVENGERS!!

SEE: THE INCREDIBLE SPECTACLE OF THE VANISHED CITY STREETS!

SEE: THE MYSTERIOUS STRANGER IN THE LIFE OF SUE STORM!

HEY!! WHO'S THE WISE-GUY?? WHO'S SHAKIN' UP THE JOINT?!!

REED! WHAT'S GOIN' ON?? THERE'S NEVER BEEN AN EARTH-QUAKE IN NEW YORK BEFORE!

Written By: STAN LEE, THE MAN WITH THE TALENTED TYPEWRITER!

Illustrated By: JACK KIRBY, THE MAN WITH THE POWER-PACKED PENCIL!

Inked By: CHIC STONE, THE MAN WITH THE PANORAMIC PAINT-BRUSH!

Lettered By: S. ROSEN, THE MAN WITH THE LEAKY LETTERING PEN!

IT HAPPENED SO SUDDENLY! THE WHOLE CITY IS BEING ROCKED BY THE TREMORS!

DON'T PANIC! IT CAN'T LAST MUCH LONGER!

X-764

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SUE! STAY UNDER COVER! AVOID FLYING DEBRIS! TORCH! BURN THROUGH ANY FALLING OBJECT THAT MAY CAUSE DAMAGE! BEN! STAND READY TO HELP CLEAR OUT THE RUBBLE!

BE CAREFUL, REED! EVEN YOU CAN'T BE EVERY-WHERE AT ONCE!

IT FEELS LIKE THE QUAKE'S BEGINNING TO EASE UP A LITTLE NOW...!

THE TREMORS ARE GETTING MILDER! THE WORST IS OVER!

THE SHOCK WAVES HAVE PASSED! ARE YOU ALL OKAY? WAIT! WHERE'S BEN?

I DON'T KNOW! I THOUGHT HE WAS THERE WITH YOU!!

I HOPE NOTHING HAPPENED TO THE BIG FELLA! HEY... LISTEN!

THERE'S SOMETHING GOING ON BEHIND THE WALL! SOUNDS LIKE A BULL-DOZER PLOWING THROUGH!

KA-BOOM!!

I'D BETTER SEE WHAT'S DOIN' BACK THERE!

BEN! SO YOU'RE THE ONE! STOP STRUGGLING, YOU BIG APE! YOU'RE BUSTING THROUGH THE WHOLE WALL!

ANYTHING'S BETTER THAN DROWNIN' IN THIS BLASTED SHOWER!

IF YOU USED THE BRAINS YOU WERE BORN WITH, YOU'D HAVE JUST REACHED UP AND TURNED OFF THE FAUCET!

ARE YOU TRYIN' TO HINT THAT I'M DUMB?!

WHO'S HINTING?

I ACCEPT YOUR APOLOGY!

THERE'S NOT *TOO* MUCH DAMAGE ON THE STREETS BELOW! NOBODY SEEMS TO BE HURT! BUT THE CROWDS ARE MILLING AROUND IN BEWILDERMENT!

YOU'RE BEGINNIN' TO SOUND LIKE A REGULAR *WALTER CRONKITE!*

ANY IDEA WHAT *CAUSED* IT, REED?

JUST A *HUNCH!* BUT I'D RATHER NOT SAY TILL I'M CERTAIN!

YOU MAKE IT SOUND SO... *OMINOUS!*

LET'S HOPE I'M *WRONG*, SUE! C'MON, ALL... INTO THE *FANTASTI-CAR!* WE'LL DO SOME INVESTI-GATING!

NOW YOU'RE TALKIN'! IT'S ABOUT *TIME* WE HAD A LITTLE *ACTION* AROUND HERE!

THAT *PICTURE* IN THE PAPER! IT *CAN'T* BE... AND YET.. I'VE GOT TO MAKE *SURE!*

NO!! IT *IS*... IT *IS* HE!! AFTER ALL THESE YEARS... JUST WHEN THE WORLD HAD ALMOST *FORGOTTEN!!*

LATE FINAL

Post-Standard

WEAT COLD WAR

DARING ESCAPE FROM STATE PRISON

EXTRA!

ESCAPED FUGITIVE

The warden's office at State Prison has just confirmed an earlier report that one of the most daring escapes in the history of that penal institution has just been suc-cessfully attempt-

SUE!! WHAT IS IT? WHAT'S *WRONG!* WHOSE *PICTURE* ARE YOU STARING AT IN THE PAPER?

NOTHING, REED... NOTHING THAT CONCERNS YOU! I.. I'D RATHER NOT *TALK* ABOUT IT!!

YOU AND THE OTHERS GO ALONG *WITHOUT* ME! I'LL WAIT HERE... I HAVE TO BE ALONE ...TO THINK..!

I'VE NEVER *SEEN* HER LIKE THIS! THAT MAN IN THE PHOTO... *HE'S* THE CAUSE! BUT WHO CAN HE *BE??*

CAN THERE BE SOMEONE *ELSE*... FROM THE PAST? SOME-ONE SHE LOVES MORE THAN *ME??* *NO!* I DARE NOT EVEN *THINK* ABOUT IT!

THEY'VE *GONE!!* NOW I'VE GOT TO READ IT AGAIN... MAKE SURE THERE'S NO *MISTAKE!* *NO*... IT'S ALL HERE! IT'S ALL *TRUE!!*

MEANWHILE, AS A SORELY TROUBLED SUE REMAINS BEHIND WITH THE NEWSPAPER...

LOOK! DOWN BELOW! IT'S JUST WHAT I *FEARED!*

A WHOLE BLAMED *CITY BLOCK* IS MISSIN'!! TOO BAD IT AIN'T *YANCY STREET!*

WOW! COULD THE *EARTH-QUAKE* HAVE CAUSED IT TO DROP DOWN... OUT OF SIGHT??

QUICKLY LANDING NEAR THE STRANGE SITE, *MR. FANTASTIC* BEGINS AN IMMEDIATE INVESTIGATION... IN HIS OWN SOMEWHAT UNUSUAL MANNER...

SEE ANYTHING, REED?

NO! THE HOLE SEEMS TO BE *BOTTOMLESS!* I CAN'T STRETCH MYSELF FAR ENOUGH!

THEN I GUESS IT'S UP TO *ME*, BOSS MAN! HERE *GOES!!*

BE CAREFUL, JOHNNY!

HOLY SMOKE! I OUGHTTA BE IN *CHINA*, BY NOW!! THE FURTHER I GO, THE DEEPER IT GETS!! *SAY!* WHAT'S *THAT* BELOW??

ICE!! FORMING ALL AROUND ME!! AS THOUGH SOMEONE... OR SOMETHING... IS TRYING TO KEEP ME FROM GOING ANY LOWER!!

I CAN BURN MY WAY THROUGH *SOME* ICE... BUT IT'S FORMING FASTER THAN I CAN MELT IT!!

WELL, LIKE OL' RUBBER HEAD ALWAYS SAYS... A SMART FIGHTER KNOWS WHEN TO *RETREAT*!!

I COULDN'T REACH THE BOTTOM! A WHOLE OCEAN OF ICE WAS BLOCKING THE WAY!!

AND YA LET A LITTLE THING LIKE *THAT* STOP YOU?!

ICE ISN'T A NATURAL SUBTERRANEAN CONDITION! NOW I *KNOW* MY HUNCH WAS RIGHT!!

AT THAT VERY MOMENT, COUNTLESS THOUSANDS OF LEAGUES BELOW THE SURFACE...

I *KNEW* IT WAS ONLY A MATTER OF TIME BEFORE *THEY* WOULD PICK UP THE TRAIL!!

BUT *THIS* TIME I'M READY FOR THEM! THIS TIME THE *MOLE MAN* SHALL TRIUMPH!

ALL I NEED IS THE RIGHT *HOSTAGE*... AND I'VE *FOUND* HER! WITH MY UNDERGROUND SCANNER, I'VE BEEN FOLLOWING HER MOVEMENTS, AND NOW I'M READY TO *STRIKE*!

THERE!! SHE'S CROSSING A STREET... ENTERING A BUILDING! IT'S POLICE HEADQUARTERS! NOW I'LL CHANGE THE SCENE... I'LL MAKE IT A DISTANCE VIEW...

I MUST TAKE NO CHANCES! SHE MUST NOT ESCAPE! I'LL SEIZE THE ENTIRE CITY *BLOCK* AGAIN... *NOW*!

WHILE, ON THE SURFACE ABOVE, REED, BEN, AND JOHNNY RUSH BACK TO THEIR HEADQUARTERS, TO PLAN THEIR BATTLE STRATEGY...

THAT EARTHQUAKE WASN'T A *NATURAL* ONE! IT WAS CAUSED BY *ARTIFICIAL* MEANS!!

GOTTA TACKLE MAD SCIENTIST AGAIN??

YOU MEAN WE'VE ANOTHER NUTTY

SAY! WHERE'S *SUE*? I DON'T *SEE* HER!

SIS! WE'RE BACK! WHERE *ARE* YOU??

HOLD IT, JOHNNY! HERE'S A *NOTE!* IT MUST BE FROM HER!!

BUT, BEFORE REED CAN STUDY THE MESSAGE...

LOOK OUT!! ANOTHER *QUAKE!*

BOY!! THIS IS LIKE LIVIN' ON A *POGO STICK!!*

IT WAS JUST A *BRIEF* ONE! TURN ON THE *RADIO*, JOHNNY ...SEE IF ANY OTHER CITY BLOCKS HAVE VANISHED!

WILL DO! BUT, Y'KNOW SOMETHING? I'M ALMOST AFRAID TO FIND OUT!

HEY! YOU DON'T THINK IT'S THAT KNUCKLE-HEADED *HULK* ACTIN' UP AGAIN, DO YA??

EVEN *HIS* PRODIGIOUS STRENGTH COULDN'T ACCOMPLISH A HOLOCAUST OF THIS MAGNITUDE!

OKAY, OKAY! IF YOU DON'T *WANNA* ANSWER ME, JUST *SAY* SO!!

THAT'S ODD! SUE'S NOTE SAYS SHE'LL BE BACK SOON...SHE HAD TO GO TO POLICE HEADQUARTERS DOWNTOWN!

COULD IT HAVE ANY-THING TO DO WITH THAT NEWS-PAPER ITEM ABOUT AN ESCAPED FUGITIVE??

LISTEN! HERE'S THE NEWS!

ANOTHER CITY BLOCK IS *MISSING!* IT'S THE NORTHWEST SIDE OF 23RD STREET, BORDERING THE NEW CONSTRUCTION IN...

THAT'S THE STREET WHERE POLICE HEADQUARTERS IS... THE STREET *SUE* WENT TO!!

AND, EVEN AS THE STUNNED REALIZATION STRIKES THE F.F.....

HERE IT COMES, MY MINDLESS SUBJECTS!! ALTHOUGH MY EYES ARE ALMOST USELESS TO ME, MY HIGHLY DEVELOPED *RADAR SENSE* TELLS ME THAT IT IS EXACTLY THE BLOCK I SEEK... THE ONE THAT *SHE* IS ON!!

HUMANS! YOU NEED HAVE NO FEAR! NO HARM WILL COME TO YOU!

YOU WILL MERELY BE MY *GUESTS* UNTIL I HAVE ACCOMPLISHED MY MAIN OBJECTIVE!

AH! THERE IS THE ONE I SEEK! *TAKE* HER PRISONER! SHE MUST NOT ESCAPE!

IT'S THE *MOLE MAN!* I-I'VE GOT TO TURN *INVISIBLE!!*

BRING HER TO MY THRONE ROOM!!

CAREFUL, YOU DOLTS! NO HARM MUST COME TO HER!

OHH, I FORGOT! MY INVISIBILITY IS *WASTED* ON THEM! THEY'RE VIRTUALLY *SIGHTLESS!* THEY DEPEND UPON TOUCH...AND INSTINCT!

MINUTES LATER...

TWICE BEFORE YOU AND YOUR ACCURSED PARTNERS HAVE FRUSTRATED MY PLAN TO CONQUER THE SURFACE WORLD!*

BUT *THIS* TIME THE RESULT SHALL BE DIFFERENT! *THIS* TIME I HOLD A TRUMP CARD!

NO!! YOU'RE *MAD!!* NO MATTER *HOW* POWERFUL YOU ARE... NO MATTER *HOW MANY* SUBTERRANEAN SUBJECTS YOU HAVE, YOU CAN'T DEFEAT ALL OF MANKIND!!

* SEE F.F. #1 AND #22 ... EDITOR.

SILENCE, FEMALE!! HOW *LITTLE* YOU KNOW! I HAVE WEAPONS WHICH THE SURFACE FOOLS ABOVE CANNOT EVEN *COMPREHEND!!* I HAVE AN ENTIRE UNDER-EARTH ARSENAL OF IN-EXHAUSTIBLE MANPOWER TO DRAW UPON! AND, MOST IMPORTANT OF ALL---I NOW HAVE... *YOU!!*

BY HOLDING *YOU* HOSTAGE, THE SOFT-HEARTED *FANTASTIC FOUR* WILL NOT *DARE* TO ATTACK ME!! AND, AS YOU KNOW, THEY ARE THE ONES I FEAR THE MOST!!

AGAIN YOU MIS-UNDERSTAND US! THEY WON'T SACRI-FICE A *CAUSE*, JUST TO SAVE *ME!*

WE SHALL *SEE* ABOUT THAT!

SECONDS LATER, THE HIGHLY COMPLEX VIDEO-TRANSCEIVER IN F.F. HEADQUARTERS BURSTS INTO LIGHT, AS THE MOLE MAN ACTIVATES IT FROM HIS AWESOME WORLD BELOW...

I *KNEW* IT! IT COULD ONLY HAVE BEEN... *HIM!* BUT... *LOOK!!* BEHIND HIM! HE HAS *SUE!!*

HE'S *POINTING* TO HER!... HE *WANTS* US TO SEE HER!

HE BETTER HAVE HIS *LIFE INSURANCE* ALL PAID UP!

MOVING AT BREAKNECK SPEED, THE FIGHTING-MAD TRIO RACE TO THEIR POGO PLANE ...AND THEN...

HE'S *GOT* TO BE DOWN THERE *SOMEWHERE!* ALL ENGINES *FULL THRUST!!* LET'S *DROP!!*

LOOK *SHARP!* HE *KNOWS* WE'RE COMING! HE'LL BE *READY* FOR US!

YEAH? IF HE HAD ANY *BRAINS*, HE'D BE BUSY *PACKIN'!*

WE'VE GOT TO REACH *SIS* IN TIME...WE'VE *GOT* TO!

STEADY, JOHNNY! HE MUST *KNOW* IF ANY HARM COMES TO SUE, HE'LL HAVE SEALED HIS OWN DOOM!

REED!! THERE SEEMS TO BE SOME-THING *MOVING* DOWN BELOW!

I *SEE* IT, KID! WELL, HANG ON... WE CAN'T STOP *NOW!*

SOME FLIGHT *THIS* IS!! NOT EVEN A SINGLE EVER-LOVIN' *HOSTESS* ON BOARD!!

IT'S A *TRAP!!* GIGANTIC STEEL *TENTACLES*, CAPABLE OF SLASHING THE SHIP APART!

WE CAN *SEE* WHAT THE PROBLEM IS, BIG BRAIN! HOW ABOUT TELLIN' US HOW TO *SOLVE* IT!

RELAX, GUYS! JUST LEAVE IT TO JONATHAN! HERE I *GO...!*

FLAME ON!

DOES HE *HAVETA* USE THAT CORNY BATTLE CRY ALL THE TIME?!!

BENJAMIN, OLD FRIEND, HE COULD RECITE *MOTHER GOOSE* FOR ALL I CARE, SO LONG AS HE GETS THE *RESULTS* HE DOES!

WHAMBO!

I HAD A *HUNCH* THOSE GIZMOS WEREN'T APT TO BE FIREPROOF!

BUT, FAR BELOW, AS THE STEEL TENTACLES ARE MELTED BY THE TORCH'S HIGHLY CONCENTRATED WHITE-HEAT AURA, AN ALARM SIGNAL FLASHES ON A COMPLEX CONTROL PANEL...

BZZZZZ

THEY HAVE PASSED OUR FIRST LINE OF DEFENSE! THROW THE *MISSILE SWITCH*, YOU UNTHINKING CLOD!!

AND, SECONDS LATER...

THE TORCH WILL *NEVER* REACH THE COMPARATIVE SAFETY OF HIS SHIP IN TIME!

HOLY SMOKE!! MY HEAT IS MAKIN' THOSE MISSILES TURN INTO GIGANTIC *SPORES* OF SOME SORT!!

HE MUST HAVE HAD THEM *WAITING* FOR ME...THEY'RE CONSUMING ALL THE *OXYGEN* HERE... CAN'T KEEP MY *FLAME* ON... I'M GONNA *FALL!*

LOOKS LIKE *NOTHING* CAN SAVE ME *NOW!*

BUT, LUCKILY, THE TORCH IS *WRONG...!*

I'VE GOT TO GET HIM ON THE FIRST TRY!!

ATTA BOY, HIGH POCKETS!! YA *DID* IT!! HE'S COLDER'N A MACKEREL!! THERE'S NOT ENOUGH *OXYGEN* THERE! HURRY... YANK 'IM INSIDE!!

UGHH! JUST ANOTHER FEW INCHES..!

MUST REACH LEVER... SHUT DOOR...BLACKING OUT *MYSELF*...TOO MUCH STRAIN...

HEY! THE SHIP'S STARTIN' TO *SPIN!!*

WE'RE CAUGHT IN SOME KINDA *AIR WHIRLPOOL!!* THAT'S *ALL* WE NEEDED!!!

BUT, WITH THE *THING'S* POWERFUL HANDS AT THE CONTROLS, THE VALIANT LITTLE CRAFT SURVIVES THE INTENSE BUFFETING, UNTIL...

WE *PASSED* THE AIR CURRENTS!! THERE'S A CALM AREA AHEAD! WE *MADE* IT!

WOW! THERE'S ONE OF THE MISSIN' CITY BLOCKS!

LIKE MY DEAR OL' AUNT PETUNIA USED TO SAY... "SOME GUYS'LL STEAL *ANYTHING!*"

UH-OH!! THE AIR JET *BRAKES* AIN'T WORKIN' RIGHT!! THERE'S ONLY ONE *OTHER* WAY TO SLOW THIS BABY DOWN...

...BUT I'LL PROBABLY HAVE A *CHARLEY HORSE* FOR A *WEEK!*

A *FINE* THING!! HERE I AM IN ALL MY GLORY, AND THERE AIN'T EVEN A BRASS BAND WAITIN' FOR ME!! YOU'D THINK SOMEONE WOULD AT *LEAST* OFFER ME THE KEY TO THE CITY, OR SOMETHIN'!

I GUESS THE TROUBLE WITH *ME* IS...I'M TOO *MODEST*... JUST LIKE *ALL* WORLD-FAMOUS HEROES! I DON'T TALK MYSELF *UP* ENOUGH!

A PLACE LIKE THIS WOULD BE GREAT FOR A *VACATION!* AT LEAST YA WOULDN'T HAVETA WORRY ABOUT *RAIN!!*

HEY...HOW *ABOUT* THAT!? YOU GUYS *SAVED* ME SOMEHOW! NICE GOIN'!

GOOD WORK, BEN...YOU GOT US HERE SAFELY! THE COBWEBS ARE JUST BEGINNING TO CLEAR AWAY IN MY HEAD..!

NOW THAT WE'RE *HERE*, OUR WORK IS JUST *BEGINNING!* WE'RE ALONE AND UNPROTECTED RIGHT IN THE HEART OF THE *MOLE MAN'S* UNDERGROUND EMPIRE! AND, TO MAKE MATTERS WORSE, HE *KNOWS* WE'RE HERE! BUT THERE'S NO TURNING BACK NOW! WE'VE GOT TO FIND *SUE!* LOOK... IN THE STREET BELOW...!

IT'S THE *MOLE MAN*... WITH *SUE!* SHE'S *OKAY!*

SO! YOU HAVE ESCAPED MY LITTLE TRAPS! I RATHER THOUGHT YOU WOULD! NOW, YOU MAY COME DOWN HERE... MAKING NO SUDDEN MENACING MOVES!

WE'LL DO AS HE SAYS... FOR THE TIME BEING!!

THANKS, STRETCHO!! IT'S ABOUT TIME *YOU* CARRIED SOME OF THE LOAD AROUND HERE!

SLIDE NOW AND TALK LATER, PARTNER! YOU'RE NOT EXACTLY A *LIGHT-WEIGHT!*

HI, SIS! HERE WE COME!!

VERY CLEVER OF YOU! AND NOW, HOW DO *YOU* PROPOSE TO REACH THE STREET, MR. FANTASTIC?

I HAVE WAYS!

SLOWLY... SLOWLY! STAY BACK, THING! YOU TOO, TORCH! THIS WEAPON HAS A *HAIR TRIGGER!* AND IT'S POINTED STRAIGHT AT SUE STORM!

NO NEED FOR THREATS, MOLE MAN! YOU KNOW WE'LL DO NOTHING TO JEOPARDIZE SUE'S LIFE! YOU'RE CALLING THE TUNE RIGHT NOW! WHAT IS IT YOU'RE AFTER?

THE SAME THING I'VE *EVER* BEEN AFTER... CONQUEST OF THE SURFACE WORLD! BUT *THIS* TIME I HAVE A MEANS OF *GUARANTEEING* THAT YOU WILL NOT INTERFERE WITH MY PLAN!

I SHALL *KEEP* STORM CAPTIVE!! *YOU* SHALL RETURN TO THE SURFACE! YOU *MUST* OBEY ME... YOU HAVE NO CHOICE!

BUT WE'RE NOT THE *ONLY* ONES WHO'LL OPPOSE YOU...!

I'M *AWARE* OF THAT! BUT, IF YOU VALUE HER LIFE, YOU WILL DO ALL IN YOUR POWER TO PREVENT *OTHERS* FROM DEFYING ME!

IN SHORT, SO LONG AS SUE STORM IS MY PRISONER, YOU WILL SERVE ME... AS THE *REST* OF MANKIND WILL SOON SERVE ME!

REED! WHAT'LL WE *DO?* WE CAN'T JUST *LEAVE* SUE HERE!

SAY THE WORD AND I'LL *RUSH* 'IM!

EASY, BOTH OF YOU! WE HAVEN'T MUCH CHOICE!

NO!! DON'T WORRY ABOUT *ME!* THERE'S TOO MUCH AT STAKE! *ATTACK HIM!* YOU'VE *GOT* TO..!

BRAVE WORDS, MISS STORM!... BUT, I *KNEW* THEY'D BE IGNORED! AND NOW... ALL OF YOU STAND WHERE YOU ARE! YOU'RE ABOUT TO MAKE YOUR JOURNEY IN *REVERSE!*

AT A COMMAND FROM THE MOLE MAN, AN INCREDIBLY POWERFUL JET OF PRESSURIZED AIR LIFTS THE THREE ADVENTURERS AS THOUGH THEY ARE WEIGHTLESS...

HE'S SEND-ING US BACK TO THE SURFACE!

REMEMBER, IF I AM ATTACKED BY *ANYONE*... THE GIRL'S LIFE WILL BE FORFEIT!!

I DON'T *GET* IT! WHY DIDN'T SUE USE HER INVISIBLE FORCE FIELD AGAINST HIM!?

IT WOULD HAVE BEEN USELESS, JOHNNY! WITH HIS UNCANNY SCIENTIFIC POWERS, HE COULD HAVE EASILY OVER-COME IT!

GOOD THING WE GOT AN EXTRA POGO PLANE UPSTAIRS! BOY, WE'RE SURE GOIN' BACK WITH OUR TAILS BETWEEN OUR LEGS *THIS* TIME!

HEY! LOOK AT THE *RECEPTION COMMITTEE* WE GOT... THE *AVENGERS!*

WE THOUGHT WE MIGHT BE ABLE TO HELP!

STRETCH OUT YOUR HAND, TORCH! I'LL GRAB YOU!

SECONDS LATER...

SO! IT IS THE *MOLE MAN* WHO'S RESPONSIBLE FOR THE QUAKES AND THE MISSING BLOCKS!

YOU'VE *DONE* YOUR SHARE! NOW *WE'LL* TACKLE HIM! PER-HAPS WE CAN TAKE HIM BY SURPRISE!

NO! YOU MUSTN'T!!

WAIT! COME BACK! YOU'VE GOT TO LET ME *EXPLAIN! STOP!!*

DO NOT WORRY, REED RICHARDS! OUR POWER SHALL BE EQUAL TO THE TASK!!

JETS ON! LET'S MOVE!

I SAID WAIT!!

WHAT?? YOU DARE--??!

YOU KEEP BACK, BUTTER-CUP!! LET THEM SETTLE THIS THEMSELVES, SEE??

STOP SWINGING THAT HAMMER TILL I SAY WHAT I *HAVE* TO SAY! I'VE THE RIGHT TO DEMAND THAT MUCH!!

PERHAPS! BUT YOUR WORDS HAD BEST BE *MOST* CON-VINCING!

THERE! I *THOUGHT* THAT HEATING UP YOUR TIN SUIT WOULD BRING YOU BACK TO THE SURFACE, PAL!

I *WARN* YOU, TORCH! JOKES LIKE THIS DON'T *AMUSE* ME!

C'MERE, SHORTY!! WHERE DO YA THINK *YOU'RE* GOIN'?? CAN'T YOU GUYS FIND ENOUGH NUTS TO FIGHT UP *HERE*?

HEY! I TOLD *YOU* TO KEEP *OUTTA* THIS!

THING, IT'S LUCKY FOR YOU THAT WE ALL FIGHT THE SAME FIGHT! OTHERWISE, I'D BE MIGHTY TEMPTED TO MAKE YOU *REGRET* YOUR INSOLENCE!

EASY, THOR! LET'S GIVE HIM A CHANCE TO SPEAK!

SAY WHAT YOU MUST... *QUICKLY!* OUR PATIENCE WEARS EXCEEDINGLY THIN!!

SO DOES *OURS*, FELLA... SO *STAY BACK!!* THE MOLE MAN HAS A *HOSTAGE* DOWN THERE... OUR PARTNER, SUE STORM! AND *NO ONE* IS GOING TO ENDANGER HER LIFE!!

BUT, THE LIVES OF *MANY* MAY BE AT STAKE IF HE ISN'T STOPPED!

HE'LL BE *STOPPED!* BUT, WE'LL DO IT *OUR* WAY!

VERY WELL! WE SHALL NOT STEP IN FOR A PERIOD OF 24 HOURS! YOU HAVE TILL THEN!

AND SO...

HOW COME YA LET HIM *TALK* TO YA THAT WAY, BIG BRAIN!?

WE'VE NOTHING TO GAIN BY FIGHTING THE *AVENGERS*, BEN! BESIDES, I'M INDEBTED TO *IRON MAN* FOR THESE TRANSISTOR DEVICES!

WHEN I TOLD HIM WHAT I WANTED, IRON MAN GOT ALL THE COMPONENT PARTS FOR ME AT ANTHONY STARK'S WEAPONS FACTORY, WHERE THE GOLDEN AVENGER WORKS AS STARK'S BODYGUARD!

BUT WHAT *IS* THAT BLAMED THING?

IT'S A COMPLEX, HIGHLY-SENSITIVE TRANSISTORIZED *DETECTOR* OF MY OWN DESIGN! IT'S GOING TO LOCATE SUE'S EXACT POSITION UNDERGROUND FOR US! TAKE A LOOK AT THE BACK OF MY HELMET, BEN!

CAN'T WE *STEP* ON IT, REED?! EVERY MINUTE COUNTS!!

IT LOOKS LIKE THE INSIDE OF A COFFEE VENDIN' MACHINE! WHAT IN SAM HILL *IS* ALL THAT JAZZ??

IT'S A BUILT-IN COMPUTER...TO WORK IN CONJUNCTION WITH THE DETECTOR! AND NOW WE'RE *READY*, JOHNNY!!

MEANWHILE, BACK IN THE MOLE MAN'S DOMAIN...

CANNOT YOU SEE HOW USELESS YOUR STRUGGLES ARE?? MY WILL IS SUPREME HERE!

YOU WILL REMAIN WITHIN THAT ROCK CRYSTAL CAGE UNTIL MY WORK IS DONE! YOU HAVE SERVED YOUR PURPOSE WELL!

NO ONE TRULY REALIZES HOW *POWERFUL* THE MOLE MAN IS... EXCEPT THE F.F.! AND YET, BECAUSE OF *ME*, THEY WON'T FIGHT HIM! THIS IS TERRIBLE ...TERRIBLE...

AND, THOUSANDS OF LEAGUES ABOVE...

DON'TCHA FEEL LIKE A *NUT*, WALKIN' AROUND IN THAT GETUP??

YOU'RE A FINE ONE TO TALK, BEN! CLAM UP AND LET HIM WORK, WILLYA?

LOOK! IT'S STARTING TO *GLOW!* THIS IS THE SPOT!

ALL RIGHT, TORCH...REMEMBER WHAT I TOLD YOU! SPEED AND SURPRISE ARE THE IMPORTANT THINGS! GO *TO* IT!!

STAY *BACK!* I'M NOT KIDDIN' AROUND THIS TIME! I'LL USE MY NEAR *NOVA* HEAT TO BLAST A PATH DOWN THERE IN *SECONDS!!*

NO MATTER *WHAT* HAPPENS, I'LL BETCHA *I* END UP WITH THE HEAVY WORK, AS USUAL!

LOOK OUT BELOW!! *THIS* TIME I'M NOT STOPPIN' FOR *ANYTHING!!*

SHAKE A LEG, BEN! WE'VE GOT TO *FOLLOW* HIM!

I KNOW! I KNOW! BUT ARE YA SURE THIS OVER-GROWN PIN-WHEEL WILL *WORK!?*

OF COURSE! IT'S AN EXPERIMENTAL ARMY *HOVER-CYCLE* WHICH I MODIFIED WITH INCREASED JET POWER!

CAN'TCHA EVER JUST ANSWER YES OR NO??!

NO MORE CRACKS, BIG FELLA! WE'VE GOT TO CONCENTRATE ON OUR *JOB* NOW! THIS IS *IT!!*

BUT, FAR BELOW AGAIN...

THE *DANGER SIGNAL!!* IT CAN'T BE THE *FANTASTIC FOUR!!* THEY WOULDN'T *DARE!!*

DANGER

WHOEVER IS TRYING TO INVADE MY DOMAIN WILL SOON LEARN THE PRICE OF SUCH FOLLY! *ATTACK*, MY SERVILE HORDES!! DESTROY ANY WHO DEFY YOU!!

BUT, BEFORE THE SUBTERRANEAN ARMY CAN REACH THE SPOT, THE *HUMAN TORCH* ENTERS SUE'S ROCK CRYSTAL PRISON THROUGH THE ONE UNGUARDED AREA... FROM *ABOVE*!! AND THEN...

YOU'LL BE OKAY *NOW*, SIS! THIS FLAME WILL MAKE AN ESCAPE PATH FOR US! FOLLOW ME!!

THEN, USING HER INVISIBLE FORCE BEAM LIKE A BATTERING RAM, THE COURAGEOUS GIRL FOLLOWS HER BLAZING BROTHER WITHOUT HESITATION, SCATTERING THEIR ENEMIES LIKE TEN-PINS!!

SO FAR, SO GOOD!! BUT WE'VE GOT TO FIND THE *MOLE MAN* BEFORE HE GIVES HIS MINDLESS LEGIONS NEW INSTRUCTIONS ON HOW TO STOP US!!

CAREFUL, JOHNNY! HE HAS A *SAFETY DOME*, JUST AHEAD!! BUT IT'S HIGHLY *FORTIFIED*!!

THERE IT IS! *HOLY COW*!! HE'S GOT ENOUGH CONTROL LEVERS IN THERE TO QUALIFY FOR "MAD SCIENTIST OF THE YEAR!"

JOHNNY! GO *BACK*!! HE'S REACHING FOR HIS *ZETA RAY* SWITCH!! GO *BACK*!!

UH-UH, SIS! I'M *THROUGH* GOIN' BACK!! NO MATTER *HOW* FAST HE CAN FIRE THESE ZETA PARTICLES, I CAN FLY *RINGS* AROUND 'EM!

BUT YOUR *FLAME*... IT WON'T LAST *FOREVER*!!

IT WON'T *HAVE* TO!! LOOK WHO'S *HERE!*

REED! AND *BEN!!* OH, THANK HEAVENS!!

SUE! SHIELD YOURSELF!! YOUR FORCE FIELD... *QUICK!!*

SHE'S OKAY NOW, RUBBERLEGS!! SO I'M GOING TO FIND ME THAT *MOLE MAN!!*

GANGWAY, YOU CREEPS!! IT'S **CLOBBERIN' TIME!!**

REED, DARLING! I WAS AFRAID YOU'D *NEVER* GET HERE!

STAY CLOSE TO US, SUE! WE CAN'T STOP NOW! *BEN!* WE'VE GOT TO FIND THE ENERGY MACHINE WHICH LOWERED THOSE CITY BLOCKS!

AND WHAT HAPPENS WHEN WE *FIND* IT??

WE'LL *REVERSE* IT, OF COURSE!

OKAY, BIG DOME! THERE IT *IS!* START REVERSIN'!!

REED...EVERYTHING SEEMS TO BE FINALLY GOING OUR WAY! WHY DO YOU STILL LOOK SO...TROUBLED??

I CAN'T FORGET THAT MAN'S PICTURE IN THE PAPER, SUE... AND THE WAY YOU *REACTED* TO IT! AND...YOUR VISIT TO POLICE HEADQUARTERS!

BUT, WE'LL SPEAK OF THAT *LATER*...

WITH A SILENT PRAYER, REED RICHARDS HURLS THE SWITCH, REVERSING ITS NORMAL DIRECTION! AND THEN, WITH A THUNDEROUS ROAR...

IT *WORKED!* THE MISSING STREETS ARE RE-TURNING TO THE SURFACE!

BUT, WE *STILL* AIN'T FOUND THE *MOLE MAN!*

WHAT ABOUT *JOHNNY?* WHERE IS *HE?*

RIGHT OVER *HERE*, SIS! I'VE BEEN PLAYIN' TAG WITH THESE ZETA BOLTS TO KEEP 'EM AWAY FROM *YOU!*

BUT, NOW THAT THE MISSING CITY BLOCKS ARE SAFELY BACK, I'LL FINISH THIS LITTLE GAME... WITH A *BANG!!*

WOW! I *FIGURED* A HEAT BLAST MIGHT SET OFF A CHAIN REACTION... BUT I DIDN'T COUNT ON ANYTHING LIKE *THIS!!*

QUICK... HEAD FOR THE HOVER-CYCLE!! I'LL SHIELD YOU WITH MY BODY!! *HURRY!*

YOU SHIELDIN' *ME!!* NOW *THERE'S* A TWIST!!

WHAT'S THE BIG *HURRY*, REED?? WHY DON'T WE WAIT AND SETTLE UP WITH *MOLEY?!*

KEEP MOVING!! I'LL EXPLAIN LATER!!

SUDDENLY, AS THEY NEAR THE SURFACE...

THERE'S YOUR ANSWER!

THE WHOLE BLAMED *PLACE* BLEW UP!!

WHEN OL' TORCHY STARTS A CHAIN REACTION, HE AIN'T *KIDDIN'!!*

AH, HOME, SWEET HOME! ATTA BOY, JUNIOR... SEAL THAT HOLE UP TO KEEP THE RIFF-RAFF OUT!

BEN! QUICK! STEER FOR THE *HOSPITAL!* SUE WAS HURT IN THE EXPLOSION!

SIS?? OH... *NO!!*

WHAT HAPPENED TO HER, REED ??

SHE WAS HIT BY A PIECE OF FLYING SHRAPNEL!! IT'S HER HEAD! IT LOOKS SERIOUS! FASTER, MAN!

I'LL FLY AHEAD AND ALERT THEM!!

MANY X-RAYS LATER...

SIS! YOU'VE JUST GOTTA PULL THROUGH!

NO SENSE PULLING ANY PUNCHES, RICHARDS... IT'S CRITICAL! NO MAN ON THE STAFF WOULD ATTEMPT THE OPERATION REQUIRED!!

BUT...THERE MUST BE SOMEONE WHO CAN SAVE HER!

THERE'S ONLY ONE MAN WHO'S EVER SUCCESSFULLY PERFORMED SUCH AN OPERATION!

THEN GET HIM!! NO MATTER WHAT THE COST...NO MATTER WHERE HE IS... GET HIM!!

I WISH I COULD! HE STOPPED PRACTICING MEDICINE YEARS AGO! I DON'T KNOW WHERE HE IS!

THEN...THERE'S NO HOPE...FOR SUE??!

THERE'S ALWAYS HOPE!! YOU MUST CLING TO THAT THOUGHT! BUT... WE CAN DO NO MORE!

I CAN'T GIVE UP! AT LEAST... TELL ME THAT DOCTOR'S NAME!! PERHAPS WE CAN FIND HIM!

IT'S USELESS, RICHARDS! HE HAD BEEN IN PRISON! IN FACT, HE ESCAPED ONLY RECENTLY! HE'S NOT LIKELY TO GIVE HIMSELF UP.. JUST TO SAVE ANOTHER!

DON'T BE TOO SURE OF THAT, DOCTOR!

IT'S THE MAN WHOSE PICTURE SUE SAW IN THE PAPER!

YOU!! B-BUT ALL THESE YEARS... SUE TOLD ME YOU WERE DEAD!!

IT CAN'T BE!! BUT... IT IS! IT IS!

I WANTED YOU TO THINK I WAS DEAD, SON! I'D CAUSED ENOUGH SORROW TO YOUR POOR MOTHER ...I DIDN'T WANT TO HURT MY CHILDREN, ALSO!

BUT, WHEN I HEARD THE RADIO BULLETIN ABOUT SUE...!

THERE'S NO TIME TO LOSE! WE'LL PREPARE HER FOR SURGERY!

DAD! OH, DAD... YOU'RE BACK!

SO THAT'S THE ANSWER!! HE'S...THEIR FATHER!! I NEVER EVEN SUSPECTED!!

HOURS LATER...

I DON'T GET *ANY* OF THIS... BUT IF YOUR OLD MAN CAN SAVE SUSIE, THEN HE MUST BE AN OKAY JOE, KID!

YOU AND SUE NEVER MENTIONED YOUR PARENTS... I ALWAYS ASSUMED YOU WERE ORPHANS!

DAD HAD BEEN ONE OF THE GREATEST SURGEONS!! BUT THEN... SOMETHING HAPPENED! I.. I CAN'T GET MYSELF TO TALK ABOUT IT NOW!!

I UNDERSTAND, JOHNNY! ALL THAT MATTERS *NOW* IS SUE'S RECOVERY!

IT'S *OVER!* THEY'RE BRINGIN' HER OUT!

SHE LOOKS SO WHITE... SO PALE...

R-REED ...DO YOU THINK.. ???

DAD! WHAT...?

IT WAS FORTUNATE THAT I ARRIVED IN TIME! SUE WILL RECOVER!

YOU... *SAVED* HER?

WELL, WADDAYA KNOW!? SUSIE GIRL'S GONNA BE *OKAY!!*

HEY! LOOK OUT, YA BIG CLOWN!

GO TO IT, BENJY BOY!! LET OFF ALL THE STEAM YOU *WANT* TO! THIS IS OUR DAY TO *HOWL!*

BUT THEN, THE DOOR SWINGS OPEN, AS GRIM-FACED MEN ENTER ...

DOCTOR STORM?

I'M READY, INSPECTOR! I'VE... BEEN *WAITING* FOR YOU!

YOU MUST HAVE *KNOWN* WE'D GET YOU IF YOU CAME *HERE!*

DAD!

MY DAUGHTER WILL BE CONSCIOUS SOON! COULD I...SEE HER ONCE MORE...BEFORE I GO??

IT'S AGAINST REGULATIONS...

I'LL ASSUME THE RESPONSIBILITY, INSPECTOR!

WELL, IN THAT CASE...

SHALL WE GO IN TOGETHER, JOHNNY?

YOU *BET...* DAD!

A STRANGE ENDING FOR A FANTASTIC FOUR TALE?? PERHAPS! BUT THEN, LIFE ITSELF IS FULL OF STRANGE, UNEXPECTED EVENTS, AS WE SHALL LEARN *NEXT* ISSUE! SO, PLEASE JOIN US...FOR WHEN ALL IS SAID AND DONE... WE'RE NOTHING WITHOUT YOU!! The End

MARVEL COMICS GROUP 12¢

32 NOV

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

IND.

YOU ARE NOT LIKELY TO READ A TALE LIKE THIS EVER AGAIN! TRULY, IT IS A MARVEL MASTERWORK OF MOST COMPELLING EXCELLENCE!

"DEATH OF A HERO!"

WHO? WHO? WHO IS... "THE INVINCIBLE MAN?"

NEVER BEFORE SUCH DARING DRAMA... SUCH RAW REALISM!

The FABULOUS *FANTASTIC FOUR* EXPERIENCE A GREAT TRAGEDY, IN THE...

"Death of A HERO!"

AS OUR GREAT BOOK-LENGTH TALE BEGINS, WE FIND THE BRILLIANT REED RICHARDS ONCE AGAIN ATTEMPTING TO CHANGE THE *THING* BACK TO HUMAN FORM... PERMANENTLY!

Introducing THE SURPRISE VILLAIN OF THE SEASON! DEADLY, MYSTERIOUS... The INVINCIBLE MAN! (CAN YOU GUESS WHO HE IS??)

ALL CONTROLS READY FOR OPERATION, REED!

WHO DESIGNED THIS WACKY CONTRAPTION FOR YA... RUBE GOLDBERG? I FEEL LIKE A PRIZE *NUT* IN HERE!

QUIET, BEN! I'M ABOUT TO SWITCH IT ON! GOOD LUCK, OLD FRIEND!

ONLY *REED* WOULD DARE TRY TO HELP BEN BY ALTERING THE MICRO-ELECTRIC WAVES OF HIS BODY! I SURE HOPE IT WORKS!

STORY BY: **STAN LEE** WHO HAS NEVER BEEN MORE DRAMATIC!

ILLUSTRATIONS BY: **JACK KIRBY** WHO HAS NEVER BEEN MORE THRILLING!

INKING BY: **CHIC STONE** WHO HAS NEVER BEEN MORE REALISTIC!

LETTERING BY: **S.ROSEN** WHO HAS NEVER BEEN MORE THAN AN HOUR LATE!!

X-801

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AND SO, WITH A SILENT PRAYER, THE FABULOUS *MR. FANTASTIC* ACTIVATES HIS COMPLEX ELECTRONIC MACHINE, AS THE POWERFUL *THING* SITS MOTIONLESS, NOT KNOWING WHAT WILL HAPPEN NEXT!

THEN, THERE IS A BLINDING FLASH OF MANY-HUED LIGHTS...

AND, WHEN THE GLARE HAS FADED...

YOU'VE *DONE* IT, REED! HE'S *BEN GRIMM* AGAIN!

BUT THAT'S ONLY *HALF* THE PROBLEM! NOW WE HAVE TO SEE IF THE CHANGE WILL BE *PERMANENT*... AND IF THERE ARE ANY DANGEROUS *AFTER-EFFECTS!*

WORKING WITH ALL THE SKILL OF THE SCIENTIFIC GENIUS HE IS, REED FINDS...

PULSE NORMAL! HEART-BEAT STRONG! SO FAR, SO GOOD..!

IF WE'RE SUCCESSFUL, WE'LL HAVE LOST AN IRREPLACEABLE MEMBER OF OUR TEAM, BUT IT WILL BE *WORTH* IT... FOR BEN'S SAKE!

YOU MEAN... HE'LL NEVER BE ABLE TO BECOME THE *THING* AGAIN??

THAT'S *RIGHT*, SUE! AFTER 24 HOURS, IF HE IS *STILL* BEN GRIMM, HE'LL REMAIN THAT WAY FOR THE REST OF HIS LIFE!

THEN HE CAN MARRY ALICIA... AND SETTLE DOWN! IF IT'S WHAT HE *WANTS!*

LET HIM REST NOW! WE'LL CHECK HIM AGAIN IN AN HOUR!

THINGS JUST WON'T SEEM THE *SAME* WITHOUT THE *THING!!*

HE'S MY BIG BUDDY... AND I *WANT* HIM TO BE NORMAL... TO MARRY THE GAL HE LOVES..

BUT *WHY* CAN'T HE BE THE *THING* ALSO??! HE'S *ONE* OF US... HE *BELONGS!*

NUTS!! IF THE EXPERIMENT FAILS, I'LL BE SORRY FOR *HIM*... BUT IF IT *WORKS*, I'LL BE SORRY FOR *ME!* I DON'T KNOW *WHAT* TO HOPE FOR!

MEANWHILE, COUNTLESS LIGHT YEARS AWAY, IN A FAR DISTANT GALAXY, A STRANGE SHIMMERING *RAY* SHOOTS OUT FROM A PLANET WHOSE NAME WE OF EARTH COULD NEVER EVEN LEARN TO PRONOUNCE ...

..CUTTING THROUGH SPACE FASTER THAN A TRILLION LASER BEAMS, KNIFING THROUGH TIME AND INFINITY BY A SCIENCE TOTALLY ALIEN FROM OUR OWN, THE MYSTERIOUS RAY FINALLY COMES TO REST AT A CERTAIN PORTION OF THE PLANET *EARTH*... THE EXACT TARGET AT WHICH IT HAD BEEN AIMED!

AND, AS THE INDESCRIBABLY POWERFUL BEAM STRIKES THE PEAK OF A LONG DEAD VOLCANO ON A LONELY CRATER ISLE, THE ISOLATED MOUNTAIN BLAZES INTO NEW LIFE, HURLING OFF ITS PEAK WITH A THUNDEROUS ROAR!

THEN, SLOWLY, AWESOMELY, A STRANGE AND OMINOUS FIGURE BEGINS TO MOVE UPWARD... TOWARDS THE SURFACE...

A POWERFUL, SINISTER FIGURE WHICH WILL REPRESENT ONE OF THE GREATEST MENACES THE *FANTASTIC FOUR* HAVE EVER FACED!!

FINALLY, REACHING THE SUMMIT OF THE VOLCANO, THE FIGURE STOPS AND PONDERS FOR A MOMENT! THEN, AS THOUGH REACHING A MOMENTOUS DECISION, IT BURSTS INTO FLAME AND FLASHES AWAY TOWARDS THE MAINLAND, LIKE A FIERY COMET...

I KNOW WHAT MUST BE DONE... AND NOTHING SHALL STOP ME!

WHILE, BACK AT F.F. HEAD-QUARTERS...

I'M GLAD YOU WERE ABLE TO COME, ALICIA! IT'S TIME TO CHECK BEN AGAIN, AND I KNEW YOU'D WANT TO BE HERE!

I *STILL* CAN'T BELIEVE WE'RE GONNA *LOSE* THE BIG GUY!

OR MAYBE I JUST DON'T *WANT* TO BELIEVE IT!

BUT I'M WORRIED ABOUT THOSE *AFTER-EFFECTS* YOU MENTIONED, REED! I--I HOPE NOTHING *HAPPENS* TO BEN...!

LISTEN! SOMEONE IS *COMING!* *LOOK!*

IT'S BEN!
ALL RIGHT, PAL... YOU'VE GOT SOME EXPLAININ' TO DO!!
HOW... HOW IS HE?
BEN! WHAT'S WRONG?
HE LOOKS MAD!

YOU'RE DARN RIGHT I'M MAD!! I DON'T KNOW WHAT'S GOIN' ON HERE... BUT I DON'T LIKE IT!
EASY, BEN!! WE'VE NOTHING TO FIGHT ABOUT!

BEN! COOL OFF, PAL! WHAT'S BUGGIN' YOU?
KEEP AWAY FROM ME!! ALL OF YA... KEEP AWAY!!
STAY BACK, JOHNNY! DON'T FRIGHTEN HIM! I WAS AFRAID OF A REACTION LIKE THIS!

BEN... MY DARLING! WHAT IS IT? WHAT HAVE WE DONE?
HE DOESN'T KNOW US!!
WHO ARE YOU?? HOW DO YOU ALL KNOW MY NAME? WHAT AM I DOIN' HERE??

SUE... THROW YOUR INVISIBLE FORCE FIELD AROUND HIM! HOLD HIM! I KNOW WHAT MUST BE DONE!
ALL RIGHT, REED! BUT... I DON'T UNDERSTAND...!!

IT'S ONE OF THE AFTER-EFFECTS I FEARED! PHYSICALLY, HE WEATHERED THE CHANGEOVER IN PERFECT SHAPE... BUT HE SUFFERED A MEMORY LOSS!
HE HAS AMNESIA!
RAISE THE FIELD SLIGHTLY SO I CAN FEED HIM THIS SLEEP GAS!

HE DOESN'T *KNOW* ME!! HE DOESN'T REMEMBER ME! OH, SUE... I'VE *LOST* HIM!

DON'T, ALICIA DEAR! IT'LL BE ALL RIGHT! REED WILL FIX THINGS SOME HOW!

EVERYTHING CHECKED OUT! WE WERE SO CLOSE TO SUCCESS! POOR BEN...

WHAT ARE YOU GONNA DO *NOW*, REED?

I'VE GOT TO *REVERSE* THE MICRO-ELECTRIC WAVES! IT'S LESS THAN 24 HOURS! THERE'S STILL TIME TO CHANGE HIM TO THE *THING*!

IT'S WHAT HE'D WANT! BEING BEN GRIMM WOULD BE MEANINGLESS TO HIM WITHOUT HIS MEMORY... WITHOUT HIS LOVE FOR ALICIA!

HIYA, STRETCH! HEY, I'M STILL MY OLD LOVEABLE SELF! WHAT *GIVES*??

I'M AFRAID I FAILED, BEN! THE CHANGE DIDN'T WORK OUT!

SOME HOT-SHOT SCIENTIST *YOU* ARE! MAYBE I SHOULDA TEAMED UP WITH *DOC DOOM*!

I CAN UNDERSTAND YOUR DISAPPOINTMENT, BEN... BUT I'LL KEEP TRYING... I PROMISE!

BIG DEAL!

HI, ALICIA! BOY, I'M GLAD TO SEE *YOU*! NOW THE DAY AIN'T A *COMPLETE* WASTE!

OH, BEN! IT'S *YOU*! YOU'RE *YOURSELF* AGAIN! I'M SO *HAPPY*!

REED, WHY DIDN'T YOU TELL HIM THAT THE EXPERIMENT *DID* WORK? THE CHANGE WOULD HAVE BEEN PERMANENT! IT WAS ONLY HIS *MEMORY* THAT SUFFERED! YOU DIDN'T FAIL COMPLETELY...!

NO, DEAR! IT'S *BETTER* THIS WAY! THE DISAPPOINTMENT WON'T BE AS KEEN!

BOY! I WONDER IF HE KNOWS WHAT A GREAT PAL YOU REALLY *ARE*, REED?

YOU'D LET HIM THINK YOU WERE A COMPLETE FLOP, IN ORDER TO SOFTEN THE BLOW FOR HIM!

MEANWHILE THE STRANGE CREATURE WE HAD SEEN BEFORE NEARS THE GREAT HARBOR OF NEW YORK! SEEING THE SKYLINE IN THE DISTANCE, HE DIVES INTO THE SEA, CHANGING FROM A FLAMING FIREBRAND TO A SILENT, SEAGOING STALKER!

I'M ALMOST WITHIN SIGHT OF MY GOAL!

AT THIS HOUR THE STREETS ARE DARK, ALMOST DESERTED! NONE WILL SEE ME!

A SHORT TIME LATER, IN THE LONELY CELL OF DR. FRANKLIN STORM, THE IMPRISONED FATHER OF SUE AND JOHNNY... *

325174

*SEE FANTASTIC FOUR #31... EDITOR.

HE IS THE ONE I SEEK! AND NOW, IT IS A SIMPLE MATTER TO REARRANGE THE EARTHLY MOLECULES OF MY PLIABLE FORM...

AM I LOSING MY *MIND*? I SEEM TO SENSE ANOTHER PRESENCE..., HERE WITH ME!

NO! THERE *IS* SOMEONE HERE!! SOMEONE *BEHIND* ME!! BUT... IT'S *IMPOSSIBLE!*

NOTHING IS IMPOSSIBLE IN THIS VAST UNIVERSE, DR. STORM!

325174

WHA...? IT'S LIKE LOOKING INTO A *MIRROR!!*

SILENCE! I MUST WORK *FAST!* YOU ARE ABOUT TO TAKE A *JOURNEY*, DR. STORM ... SUCH AS NO MORTAL HAS EVER TAKEN BEFORE!

A JOURNEY TO THE FIFTH QUADRANT OF THE ANDROMEDA GALAXY... FROM WHICH YOU SHALL *NEVER RETURN!*

THE NEXT MORNING, TWO FAMOUS VISITORS APPEAR AT THE WARDEN'S OFFICE ...

OF COURSE I'LL ISSUE A PASS FOR YOU TO SEE YOUR FATHER! IT'S BEEN YEARS SINCE HE'S HAD ANY CALLERS!

POOR DAD! HE DIDN'T *WANT* US TO SEE HIM! HE WANTED US TO *FORGET* HIM... AS IF WE *COULD!*

HE WOULDN'T LET ANYONE TELL US WHERE HE WAS! HE ...HE SACRIFICED SO MUCH..FOR US!

"I REMEMBER HOW IT ALL BEGAN, THOSE LONG YEARS AGO, WHEN WE WERE A HAPPY, LOVING FAMILY..."

THE MEDICAL SOCIETY IS GIVING A DINNER IN YOUR FATHER'S HONOR, CHILDREN! WE WON'T BE BACK TILL LATE!

WILL YOU COOK DINNER FOR JOHNNY, SUE DEAR?

OF COURSE, DADDY! GOSH, WE'RE SO *PROUD* OF YOU!

I WISH *I* WAS A GREAT SURGEON, TOO!

"BUT... DAD NEVER REACHED THAT DINNER! FOR, THE CAR SUFFERED A *BLOWOUT* ON THE WAY, AND... POOR MOTHER...!"

MARY! MARY! OH, NO! *NO!* NOT *YOU!!*

"DAD HAD MIRACULOUSLY ESCAPED UNSCATHED, BUT MOTHER WAS CRITICALLY INJURED!"

YOU DID YOUR BEST, FRANKLIN! BUT IT WAS HOPELESS! *NO ONE* COULD HAVE SAVED HER!

I'VE SAVED SO MANY... BUT NOW... MY OWN WIFE... MY OWN WIFE..!!

"DAD NEVER RECOVERED FROM THE SHOCK! HE GAVE UP HIS MEDICAL PRACTICE ... LIFE SEEMED TO HOLD NO MEANING FOR HIM! HE BLAMED HIMSELF FOR MOTHER'S FATE... AND HE SLID DOWN ... AND DOWN..."

YOU'VE LOST *ENOUGH* TONIGHT, STORM! WHY DON'T YOU GO HOME?

WHAT FOR? MARY ISN'T THERE... SHE'S GONE! I'LL BET IT ALL ON THE RED..!

"FINALLY, HIS GAMBLING LOSSES TOOK ALL HIS MONEY! THEN, HE BORROWED FROM AN UNDERWORLD LOAN SHARK! AND, WHEN HE COULDN'T REPAY IN TIME ..."

NO! YOU CAN'T THREATEN ME.. OR MY CHILDREN! THEY'RE ALL I HAVE!!

PUT AWAY THAT GUN! IT'LL GO OFF! IT'LL... *OHHH!*

"STILL RIDDLED BY GUILT FEELINGS, DAD WOULD SAY NOTHING IN HIS OWN DEFENSE AT THE TRIAL ... AND HE SILENTLY ACCEPTED THE SENTENCE OF 20 YEARS TO LIFE FOR MANSLAUGHTER!"

BUT HE NEVER *MEANT* TO HURT ANYONE! IF ONLY WE HAD BEEN ABLE TO TESTIFY... TO HELP HIM! HE DID IT TO SAVE *US!*

HE'LL BE ELIGIBLE FOR PAROLE ONE DAY, AND PERHAPS HIS GOOD RECORD WILL SPEAK IN HIS FAVOR! AND NOW, I KNOW YOU WANT TO SEE HIM...

MINUTES LATER...

YOU HAVE FIFTEEN MINUTES, STORM!

I WILL NOT *NEED* THAT LONG!

VISITORS

DAD LOOKS SO *ANGRY*... SO DIFFERENT!!

HELLO, DAD! WE..WE *KNOW* YOU DON'T LIKE US TO COME HERE, BUT WE WANTED TO SEE YOU SO BADLY...

WE WANTED YOU TO KNOW WE'RE WORKING ON YOUR PAROLE ...TRYING TO DO EVERYTHING WE CAN...

THAT WILL NOT BE NECESSARY!

WHA... WHAT DO YOU *MEAN*?

I SHALL *SHOW* YOU WHAT I MEAN! PREPARE YOURSELVES FOR THE SURPRISE OF YOUR LIFE!!

DURING MY YEARS HERE, I HAVE WORKED IN THE PRISON LABORATORY! NOBODY EVER SUSPECTED THAT I WAS MAKING MYSELF *INVINCIBLE!*

IN-VINCIBLE?

SOME-THING'S *WRONG!* WITH HIM! SOME THING *BAD!!*

SIT IN YOUR *CHAIR*, STORM! YOU KNOW THE RULES!

RULES NO LONGER APPLY TO THE *INVINCIBLE MAN!*

HE..HE'S *VANISHING!*

INVISIBILITY IS BUT *ONE* OF MY POWERS! WHATEVER THE *FANTASTIC FOUR* CAN DO, I CAN DO *BETTER!* NOW I SHALL *ESCAPE*, USING THE STRENGTH OF THE *THING!*

BAM!

IT'S *IMPOSSIBLE!!* BUT...HE *DID* IT! HE ESCAPED BEFORE OUR *EYES!*

WELL...DON'T JUST *STAND* THERE! WE'VE GOTTA TURN IN THE *ALARM!!*

DAD!!

AFTER HIM! HE CAN'T HAVE GOTTEN FAR!

JOHNNY...I CAN'T BELIEVE IT! WE GAINED OUR POWERS DUE TO THE EFFECTS OF COSMIC RAYS! BUT, HOW DID HE..?

IT'S MORE THAN I CAN FIGURE OUT! I'D BETTER SIGNAL FOR REED AND BEN...ON THE DOUBLE!

HE CALLED HIMSELF THE INVINCIBLE MAN, DID HE? WE'LL SEE HOW INVINCIBLE HE IS!!

LOOK, BEN! OUR RED ALERT SIGNAL! GET THE FANTASTI-CAR, FAST!

ONE OF THESE DAYS YOU'RE GONNA OFFER TO GET SOMETHIN' YOURSELF, AND THE SHOCK'LL KILL ME!

WAIT FOR ME, ALICIA BABY! I GOTTA TAG ALONG WITH RUBBER-HEAD, AND MAKE SURE HE DOESN'T GET A TICKET FOR PASSIN' A STOP SIGN!

BENJAMIN, DIDN'T YOUR DEAR OLD AUNT PETUNIA EVER TELL YOU THAT SILENCE IS GOLD-EN??

NAH... SHE NEVER STOPPED TALKIN' LONG ENOUGH TO SAY ANYTHING!

OKAY, BEN...LET'S QUIT CLOWNING AND CONCENTRATE ON FINDING SUE AND JOHNNY! THE SIGNAL CAME FROM DOWN-TOWN... WHERE THEY HAD GONE TO VISIT THEIR DAD!

AND, NOT FAR AWAY, AFTER THE FANTASTI-CAR HAS FLOWN PAST...

I'VE DONE IT! I'VE CONVINCED THE WORLD I'M DR. FRANKLIN STORM! AND NOW, FOR THE SECOND PART OF MY TASK...THE COMPLETE DESTRUCTION OF THE FANTASTIC FOUR!

ALL IS IN READINESS... I CANNOT FAIL! BUT, I NEED ONE MORE THING... ONE FINAL TOUCH...

...IF I'M TO CALL MYSELF THE *INVINCIBLE MAN*...

...THEN I MUST *LOOK* LIKE AN *INVINCIBLE MAN!!* AND NOW, I'M *READY!!*

STAND ASIDE, WEAKLINGS! MAKE WAY FOR THE *INVINCIBLE MAN!*

THAT'S THE NAME THE FUGITIVE *DR. STORM* CALLED HIMSELF, ACCORDING TO THE RADIO REPORT!

THAT CORNY COSTUME WON'T HELP HIM! *GRAB HIM*... HOLD HIM FOR THE *POLICE!*

BAH! SEE HOW EASILY I CAN PREVENT ANY OF YOU FROM ATTACKING ME BY MEANS OF MY INVISIBLE FORCE FIELD!

AND, WHEN I WEARY OF *THAT*, I CAN SURROUND MYSELF WITH A PROTECTIVE FLAMING *FENCE!*

FOR, I POSSESS ALL THE POWERS OF THE *FANTASTIC FOUR*... AND FAR *MORE* BESIDES!

DAD... STOP! YOU DON'T REALIZE WHAT YOU'RE *DOING!!*

AHH, I SEE YOU HAVE FINALLY *FOUND* ME!!

I'LL DRAW THE FLAMING FENCE INTO MYSELF, SUE, WHILE *YOU* REASON WITH HIM!

DAD, TELL ME... WHY ARE YOU DOING ALL THIS?

AND, HOW DID YOU MANAGE TO GAIN POWERS SIMILAR TO OURS?

SIMILAR TO YOURS?? FOOLS! THEY FAR EXCEED YOURS!!

LOOK, DOC... YOU'RE OUR PARTNERS! DAD! WE DON'T WANNA HURT YA! BUT YOU CAN'T KEEP ACTIN' LIKE A PROFESSIONAL NUT!

YOU DARE SPEAK THAT WAY TO ME??! KNEEL, YOU BUFFOON! KNEEL TO THE INVINCIBLE MAN!

HOLY COW!! HIS ARM FEELS AS STRONG AS MINE!!

DON'T FORCE US TO FIGHT YOU, DR. STORM! YOU'VE GOT TO LISTEN TO REASON! YOU CAN'T RUN AMOK THROUGH THE CITY THIS WAY! YOU NEED HELP... YOU'RE A SICK MAN!

SICK, AM I, RICHARDS? I'LL SHOW YOU HOW SICK I AM!

I WARNED YOU OF MY POWER... BUT YOU CHOSE NOT TO BELIEVE!

HE IS AS STRONG AS THE THING... BUT... HOW???

LUCKY MY BODY IS PLIABLE, OR THE IMPACT MIGHT HAVE FLOORED ME!

WHAT COULD HAVE CHANGED DR. STORM INTO A MURDEROUS MENACE??

YOU STILL HOLD YOUR GRIP UPON ME, EH, RICHARDS?? WELL, THIS WILL BREAK IT!

ALL I NEED DO IS HEAT MY OWN HANDS... LIKE THE TORCH!

DAD! THIS IS INSANE!

SUE, HE'S YOUR FATHER! STOP 'IM BEFORE WE HAVE TO HURT HIM! DO SOMETHIN', KID!

PERHAPS I CAN RESTRAIN HIM WITH MY INVISIBLE FORCE FIELD WHILE WE TRY TO PLAN SOME NEW STRATEGY!

I CAN'T USE MY FLAME AGAINST HIM... NOT AGAINST MY OWN DAD! I JUST CAN'T!

THE TORCH WILL NOT USE HIS FLAME... BUT I HAVE NO SUCH SCRUPLES!

YOU CANNOT CONTROL YOUR INVISIBLE FORCE FIELD IF THE SIDEWALK UNDER YOU IS TOO HOT TO BEAR!

I'LL GETCHA, SUE!

I HAVE PROVEN THAT NOTHING CAN STOP THE INVINCIBLE MAN!

DAD! WAIT!! WE CAN'T LET YOU LEAVE LIKE THIS! GIVE YOURSELF UP... WE'LL HELP YOU..!

NO ONE TELLS ME WHAT TO DO!! LEAST OF ALL, YOU!!

HE SPUN ME LIKE A TOP! HE'S IMPERVIOUS TO MY FLAME!

ARE YOU ALL RIGHT, JOHNNY?

YEAH, BUT WHAT'S OUR NEXT MOVE?? WHAT CAN WE DO?

LOOK AT REED! HE'S UP TO SOMETHIN'!!

STAY BACK, ALL OF YOU..!

BY MAKING A HIGH-TENSION *SPRING* OF MY BODY, PERHAPS I CAN CRASH INTO HIM, KNOCKING HIM OUT BEFORE HE CAN STOP ME!

IT'S THE ONLY WAY TO SUBDUE HIM BEFORE HE DOES ANY *SERIOUS* DAMAGE!

TWANNG!

BEN!! LOOK OUT!! STAND ASIDE!!

CAN'T *HELP* MYSELF, PAL! SUE'S GOT ME IN THAT BLAMED INVISIBLE FORCE-FIELD OF HERS!!

THANK YOU, YOUNG LADY! THAT WAS MOST *HELPFUL* OF YOU!!

FORGIVE ME, REED! I..I *HAD* TO DO IT! I JUST *COULDN'T* TAKE A CHANCE OF YOUR HURTING DAD!

HEY, WHAT'S GOIN' *ON?* ARE WE STARTING TO FIGHT EACH *OTHER* NOW??

YOU HAVE BEEN HURTING HIM FAR MORE BY *PRO-TECTING* HIM, SUE!

GET *OFFA* ME, WILLYA? I FEEL LIKE A *MATTRESS!!*

IF *I'M* THE LEADER OF THIS GROUP, YOU'VE GOT TO *TRUST* ME... OBEY ME IMPLICITLY!!

I'VE NEVER SEEN HIM SO UPSET... SO ANNOYED WITH ME!!

THERE! THANKS TO YOUR INTERFERENCE, HE'S GOTTEN *AWAY!* AND JUST WHEN WE ALMOST *HAD* HIM!

WHAT DO YA WANT WE SHOULD *DO*, TEACHER.. STAND IN THE *CORNER?*

SHUT UP, BEN! WE'RE IN A *JAM* NOW!

AND THEN, REED RICHARDS' WORST FEARS ARE REALIZED, AS A HOSTILE CROWD BEGINS TO FOLLOW THE FRUSTRATED FOURSOME...!

BOO! YOU LET HIM GET AWAY JUST BECAUSE HE'S *RELATED* TO YA!

SOME CRIME-FIGHTERS *YOU* ARE!

HE WOULDN'T HAVE ESCAPED THE *AVENGERS!*

THOSE FOUR PHONIES OUGHTTA BE RUN OUTTA TOWN!

YOU DON'T MIND CATCHIN' CROOKS AS LONG AS THEY'RE NOT FRIENDS OR RELATIVES, HUH?

HOW DO WE KNOW YOU'RE NOT IN CAHOOTS WITH HIM?

HE'S GOT THE SAME POWERS AS YOU! THAT'S MIGHTY SUSPICIOUS, *I* SAY!

THE F.F. ARE PROBABLY *BEHIND* THE INVINCIBLE MAN!

LISTEN TO THE UGLY MOOD OF THE CROWD... AND... IT'S ALL *MY* FAULT! REED WAS RIGHT!

PHOOEY! MOBS DON'T WORRY ME! TOMORROW THEY'LL FORGET ALL *ABOUT* THIS!

NOT IF WE DON'T DO SOMETHING ABOUT *DAD*, THEY WON'T!

AND, THE WORDS OF JOHNNY STORM PROVE TO BE PROPHETIC! FOR, THE NEXT DAY, THE *PRESS* TAKES UP THE HUE AND CRY...

POWER STATION WRECKED BY INVINCIBLE MAN!

WHERE ARE THE FA...STIC FOUR?

GOTHAM GAZETT

F.F. IN NEW POW-DER-PUFF BRUSH WITH THE INVINCIBLE MAN!

MORNING NEWS

WHY DO THE F.F. PULL PUNCHES WITH INVINCIBLE MAN?

DAILY CHRONICLE

INVINCIBLE MAN INVADES BANK!

PUBLIC DEMANDS INVESTIGATION OF THE INACTIVE FANTASTIC FOUR!

D.A. DEMANDS PROBE INTO ACTIV...

CITY NEWS

AUTHORITIES WARN FANTASTIC FOUR: "FIGHT OR BOW OUT!!"

LATER, ATOP THE BAXTER BUILDING TOWER SUITE...

BOY! THIS BUSINESS OF BEIN' THE IDOL OF MILLIONS AIN'T WHAT IT'S CRACKED *UP* TO BE!

THERE'S ONLY ONE THING TO DO... I'VE GOT TO *RESIGN* FROM THE F.F.!

YOU 'N' ME *BOTH*, SIS! WE'RE NO GOOD TO REED ANY MORE.. HE'LL BE BETTER OFF *WITH-OUT* US!

I'D BETTER GO IN AND TALK TO HIM!

REED, SUE AND I HAVE BEEN THINKING THE BEST THING TO DO IS...

YOU TWO HAVE DONE *ENOUGH* THINKING! *I'LL* HANDLE THAT DEPARTMENT FROM NOW ON! YOU GET READY FOR *ACTION!* WE'VE GOT *WORK* TO DO!

YOU MEAN... YOU STILL *WANT* US... AFTER ALL THAT'S HAPPENED??

YES! YOU'RE BOTH HABIT-FORMING! NOW HELP ME BUCKLE THIS MACHINE ON MY BACK!

SURE! B-BUT WHAT *IS* IT?

YOU'LL FIND OUT LATER! *MOVE*, BOY!

AND THEN...

NOW, *LISTEN*, ALL OF YOU! YOUR REST PERIOD'S *OVER*! WHERE HAS THE INVINCIBLE MAN LAST BEEN SIGHTED??

AT THE *WORLD'S FAIR*, REED, BUT...

DON'T JUST *SIT* THERE! LET'S *GO*!

HOLD IT, STRETCH! WHAT IN THE DING-DONG SAM HILL IS GOIN' *ON* HERE?

STOW IT, BEN! I'M *THROUGH* EXPLAINING! YOU THREE ARE GOING TO LEARN TO FOLLOW ORDERS *BLINDLY*, IF NEED BE!

NOW LET'S GET TO THAT *FAIR*!

EXACTLY TWENTY MINUTES LATER...

SO! YOU HAVEN'T LEARNED TO STAY AWAY FROM ME *YET*!

OR, PERHAPS YOU CAME TO SEE THE EXHIBITS??

IF SO, HERE'S ONE YOU CAN HAVE, FOR *FREE*!!

LOOK *ALIVE*, BEN! HURL THAT MECHANICAL DISPLAY *BACK* AT HIM!

OKAY, BUT STOP *SHOUTIN'*, STRING-BEAN! YA WANNA MAKE ME *NEUROTIC*!?

WHAP!

THERE! LET 'IM CHEW ON *THIS* FOR A WHILE!!

HAVE YOU FORGOTTEN SO *SOON* THAT I POSSESS THE POWER OF SUE'S INVISIBLE FORCE FIELD!??

WHUMM FF!

WE'VE FORGOTTEN *NOTHING!* I NOW POSSESS THE POWER TO *DESTROY* YOU...!

REED!..NO! HE'S STILL MY *FATHER!*

DON'T *DO* IT, REED!

HE'S *NOT* YOUR FATHER!! I KNOW AT LAST WHO HE *REALLY* IS...AND I KNOW HOW TO *BEAT* HIM!

THIS IS AN ULTRA-SONIC RADIO TRANSMITTER I'M HOLDING...AND I HAVE IT BEAMED TO YOUR HOME GALAXY! I'M CONTACTING THEM *NOW*...TELLING THEM TO RETURN THE *REAL* DR.STORM...OR WE'LL FIGHT YOU TO THE DEATH!

NO!NO! YOU *COULDN'T* HAVE FOUND OUT! YOU *COULDN'T!*

WE COULD, AND *DID!* ONCE AGAIN YOU MADE THE FATAL MISTAKE OF UNDERESTI-MATING THE HUMAN BRAIN!

SO STARTLED IS THEIR FOE, THAT REED MANAGES TO LAND A CRUSHING BLOW BEFORE HE CAN REACT...

YOU THOUGHT YOU COULD DISCREDIT US...MAKE US NOT FIGHT YOU, BY POSING AS DR.STORM... DIDN'T YOU?

YES!! BUT NOW THERE IS NO MORE NEED FOR DISGUISE! NOW I CAN BE *MYSELF* AGAIN!! I CAN DISSOLVE THIS ACCURSED HUMAN GUISE...

IT..IT'S THE *SUPER-SKRULL!!*

OF *COURSE*, WITLESS FEMALE! DID YOU THINK MY HOME PLANET WOULD ALLOW ME TO BE TRAPPED IN THAT VOLCANO *FOREVER?!**

* SEE *FANTASTIC FOUR* #18...EDITOR.

BUT...WHAT ABOUT MY *FATHER??*

DON'T WORRY, DEAR... THEY'RE GOING TO *RETURN* HIM TO EARTH...TO TRADE HIM FOR THE SUPER SKRULL! SEE, THEY'VE STARTED THE PRISONER EXCHANGE!

THEY *KNEW* WE COULD DEFEAT THEM IN A FAIR FIGHT! BUT THEY GAMBLED ON CONVINCING US THAT HE WAS YOUR FATHER...TO DIVIDE US AND WEAKEN US! WHEN I CONTACTED THEM, THEY KNEW THE GAME WAS UP! THEY'LL RETURN YOUR DAD, SUE...THEY'VE NO FURTHER NEED FOR HIM!

BUT HOW COULD YOU HAVE GUESSED?? THERE WERE NO CLUES...!

LET'S RETURN TO HQ, DEAR... AND I'LL EXPLAIN...

THEN, BACK AT THE BAXTER BUILDING...

BUT, REED! WHAT IF THEY *DON'T* RETURN DAD? WHAT IF THEY BREAK THEIR WORD??

THEY WOULDN'T *DARE!* I'VE ZEROED THIS ATOMIC SPACE-DISPLACER RIGHT ON THEIR HOME PLANET, USING THEIR OWN POWER BEAM AS A DIRECTION FINDER...AND THEY *KNOW* IT!

YOU MEAN, YOU COULD BOMBARD THEM WITH NUCLEAR POWER IF THEY DOUBLE CROSS US, REED?

SOMETHING LIKE THAT, JOHNNY! THE MECHANICS ARE DIFFICULT TO EXPLAIN!

"I SUSPECTED THE TRUTH FROM THE FIRST! I KNEW THAT *NO ONE* COULD DUPLICATE OUR POWERS IN AN ORDINARY PRISON LAB! THERE *HAD* TO BE ANOTHER EXPLANATION! THEN I REMEMBERED THE *ONE* FOE WHO *DID* HAVE POWERS THE SAME AS WE...!"

I'VE GOT TO RECHECK THE ISLE WHERE WE IMPRISONED THE *SUPER SKRULL* LAST YEAR!

"USING MY LONG-DISTANCE SCANNER BEAM, I SOON FOUND WHAT I WAS SEEKING..."

THE CRATER'S PEAK HAS BEEN *OPENED!* THE SUPER SKRULL IS *FREE!*

"DURING OUR LAST ENCOUNTER, I TOOK ELECTRON PHOTOS OF THE INVINCIBLE MAN WITH A CONCEALED CAMERA, AND MY PROOF WAS COMPLETE!"

HIS MOLECULAR BODY STRUCTURE IS IN A CONSTANT STATE OF INSTABILITY...THE SAME AS A *SKRULL'S!* THAT'S THE *ANSWER!*

"PERHAPS I SHOULDN'T HAVE LOST MY TEMPER WITH YOU... PERHAPS I SHOULD HAVE EXPLAINED THEN! BUT I WAS TOO WORRIED...TOO ANXIOUS TO GET BACK, AND WORK ON MY SPACE-DISPLACER!! EVERY SECOND WAS VITAL!"

AT ANY RATE, WE'VE BEEN SUCCESSFUL! THE SUPER SKRULL IS ON HIS WAY BACK TO HIS HOME GALAXY, AND YOUR FATHER WILL SOON BE RETURNED TO EARTH VIA THE SAME INCREDIBLE SKRULL TRANSPORT RAY!

AND, ON THE SKRULL'S HOME PLANET...

ONCE AGAIN THE ACCURSED HUMANS HAVE BEATEN US... DESPITE OUR INTELLECTUAL SUPERIORITY!

NO! WE ARE NOT BEATEN *YET!* THOUGH WE MUST RETURN THE EARTHLING, WE CAN USE HIM TO DESTROY THE FANTASTIC FOUR *FOREVER!* HEAR MY PLAN...

AND, AS THE LONG, TENSE MOMENTS TICK BY...

ALL CIRCUITS ARE OPEN AND FUNCTIONING! ALL COORDINATES ARE PERFECTLY MESHED! YOUR FATHER SHOULD APPEAR MOMENTARILY!

GOLLY, REED! IF YOU CAN REALLY PULL THIS OFF...!

I-I STILL CAN'T BELIEVE IT! IT'S LIKE A NIGHT-MARE!

EASY, KID! THE WORST IS OVER NOW!

DON'T BE TOO SURE, BEN! THE SKRULLS ARE AN INHUMAN, MERCILESS RACE! THEY'RE CAPABLE OF ANYTHING!

THE THREAT OF NUCLEAR DESTRUCTION OF THEIR PLANET WILL MAKE THEM RETURN YOUR FATHER... BUT WE MUST *STILL* BE WARY OF ANY TRICK, ANY DEADLY DECEPTION!

WHY DOESN'T SOMETHING *HAPPEN!!?* THE SUSPENSE IS *KILLING ME!*

LOOK! THERE'S THE *RAY!* NOW KEEP YOUR EYES PEELED!!

A *FIGURE* IS APPEARING!! IT..IT'S *DAD!*

IF I SAW THIS IN A *COMIC BOOK*, I WOULDN'T BELIEVE IT!

STOP! STAY BACK... WE MUST BE SURE!

DAD! IT'S REALLY *YOU!*

HE'S *ALIVE!* I CAN SEE HIM BREATHING!

HOW *ABOUT* THAT?!

BUT THEN, SUDDENLY, THE STUNNED FIGURE LOOKS ABOUT HIM, AND EXCLAIMS IN FEAR...

NO! GO BACK! STAY *AWAY* FROM ME!

DAD!

WHAT HAPPENED TO HIM...??

JUST AS I FEARED!! THE SKRULLS MADE A LIVING BOOBY TRAP OF HIM!

OH NO!! HE ISN'T... HE ISN'T...?!

GET A GRIP ON YOUR-SELF, KID! HE'S HAD IT!!

THEY STRAPPED SOME SORT OF HIGH IMPACT EXPLOSIVE BEAM TO HIS CHEST! IF HE HAD MERELY LOOKED AT US, WE'D HAVE RECEIVED THE FULL, DEADLY CHARGE, AND HE'D HAVE SURVIVED!

LET ME HAVE 'IM! I'LL PUT HIM ON THE SOFA...!

BUT, HE ROLLED OVER, FACING THE FLOOR, SO THAT HE WOULD TAKE THE FULL FORCE OF THE BEAM, RATHER THAN US! WE OWE HIM OUR LIVES!

OH, DAD... DAD...!

DON'T CRY, SUE...OR YOU, JOHNNY! DON'T FEEL SORRY FOR ME..!

SEND OVER AN AMBULANCE, PRONTO...!

IT WILL BE TOO LATE, BEN!

I WAS FOOLISH...WEAK...I LET A TRAGEDY OF LIFE DEFEAT ME YEARS AGO! I DIDN'T HAVE THE COURAGE TO CARRY ON...AS I SHOULD HAVE...FOR YOU!!

BUT NOW, SOMEHOW, I FOUND MY COURAGE!! SO...PERHAPS...I'VE MADE UP FOR THE YEARS I'D WASTED... THAT'S WHY YOU MUST NOT CRY...AT LAST I'VE REGAINED... MY PRIDE...!

THINK KINDLY OF ME, MY CHILDREN.. ALWAYS REMEMBER... I LOVED YOU... NEVER FORGET HOW PROUD YOU MADE ME... WITH YOUR HONOR... YOUR VALOR... YOUR SELFLESS LOVE...

MY LIFE HAS BEEN LONELY... ALL THESE YEARS... BUT NOW I'LL BE LONELY NO MORE... DO YOU HEAR ?? I'LL BE LONELY NO MORE...

...FOR I'M GOING.. TO JOIN... MY BELOVED... MARY...

DAD!!!

HE.. HE'S GONE!!

RICHARDS, WHAT'S GOING *ON* HERE? THERE WAS A REPORT OF AN *EXPLOSION*! DO *YOU* KNOW ANYTHING ABOUT IT?

COME IN, OFFICERS! I CAN EXPLAIN...

I DON'T TAKE MUCH STOCK IN WHAT THE *PAPERS* SAY ABOUT YOU... I *KNOW* THE GREAT THINGS YOU'VE DONE IN THE PAST! BUT YOU'VE BEEN ACTING MIGHTY *STRANGE* LATELY, SINCE THIS INVINCIBLE MAN BUSINESS...!

YOU NEED WORRY ABOUT THAT NO LONGER, CAPTAIN!

THE CASE IS.. CLOSED!

SAY! THAT'S *HIM*... ON THE BED! OR... OR *IS* IT??

CAPTAIN, THAT IS THE LATE DR. FRANKLIN STORM... ONE OF THE FINEST, BRAVEST MEN I'VE EVER HAD THE HONOR OF KNOWING!

HOW... DID IT HAPPEN, RICHARDS?

I'LL GIVE YOU A FULL ACCOUNT LATER! BUT, FOR NOW, LET US SAY THAT HE DIED... A *HERO*!

AND SO, ANOTHER CHAPTER IN THE LIVES OF THE FANTASTIC FOUR COMES TO A CLOSE! THE EDITORS FEEL THIS IS NOT THE TIME NOR PLACE FOR ADVERTISING OUR NEXT ISSUE... SO LET US MERELY SAY FAREWELL FOR NOW, AS WE LEAVE OUR SILENT FRIENDS ALONE... WITH THEIR GRIEF!

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic FOUR

APPROVED BY THE COMICS CODE AUTHORITY

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MARVEL COMICS GROUP 12¢

SEE THE FABULOUS F.F. FOR THE VERY FIRST TIME, ALL FIGHTING

"On The Side Of.. SUB-MARINER!"

THE FABULOUS FANTASTIC FOUR FIND THEMSELVES FIGHTING...

"SIDE-BY-SIDE WITH SUB-MARINER!"

SCENE: F.F. HEADQUARTERS! TIME: NOW! ACTION: ABOUT TO BEGIN! SO LET'S GO!

SCRIPT: SMILIN' S.LEE
ART: JOLLY JACK KIRBY
INKS: CHUCKLIN' CHIC STONE
LETTERING: AMIABLE ART SIMEK

HOLY COW! WHAT'S THAT? LAST YEAR'S WINNER OF THE "MISS YANCY STREET" BEAUTY CONTEST?

IT'S A STRANGE FORM OF SEA LIFE WHICH WAS DISCOVERED YESTERDAY, BEN! THE COAST GUARD SENT IT TO REED FOR STUDY!

IT'S OBVIOUSLY A CREATURE FROM THE DEEPEST PART OF THE OCEAN! SOMETHING VERY UNUSUAL MUST HAVE HAPPENED DOWN THERE TO DRIVE IT TO THE SURFACE!

I'D LIKE TO SEE THE *BAIT* THEY USED TO HOOK *THAT* BABY!

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1

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MAYBE THERE'S A *PICTURE* OF THE BLAMED THING IN THIS ENCYCLOPEDIA! I'LL LOOK UNDER "N" FOR NUTTY MONSTERS!

FORGET IT, BEN! YOU WON'T FIND *THAT* SPECIMEN LISTED IN ANY REFERENCE WORK! EVEN THIS SUBIONIC ANALYSIS STRUCTURE-SCOPE CAN'T FURNISH A CLUE TO ITS ORIGIN!

IF IT COMES FROM THE DEEPEST PART OF THE OCEAN, REED --ISN'T THAT THE AREA WHERE *SUB-MARINER* DWELLS??

HEY! THAT'S RIGHT! DO YOU THINK OL' FLATHEAD HAD ANYTHING TO DO WITH THAT OVERGROWN GOLDFISH??

WHY DON'T YOU JUST FLY OVER THE COASTLINE, JOHNNY, AND SEE IF YOU CAN SPOT ANYTHING UNUSUAL THERE?

WILL DO, REED!

AND SEE IF YOU CAN DO IT FOR *ONCE* WITHOUT THAT NUTTY "*FLAME ON*" YELL OF YOURS!

GOOD OL' BEN! HE'S ONLY HAPPY WHEN HE'S *GRIPIN'* ABOUT SOMETHING!

I'M GLAD IT'S STARTING TO GET DARK! I'VE BEEN WANTING TO TRY A NEW LITTLE STUNT I DREAMED UP--

WOW! IT WORKS *PERFECTLY!* BY CONCENTRATING MY FLAME JUST RIGHT, I CAN CREATE *INSTANT FLARES!*

AND, AS LUCK WOULD HAVE IT, THE TORCH SEES, BY THE LIGHT OF HIS FLARE...

A SHROUDED FIGURE-- CLIMBING OUT OF THE WATER ONTO A PIER!!

FLAMIN' FIREBALLS!! HE'S FLYIN' RIGHT UP INTO THE AIR!!

NO--HE JUST SOARED HIGH ENOUGH TO LAND EASILY ON THE DOCK! THAT OUTFIT HE'S WEARIN' HAS SOME KIND OF FLYIN' GADGET ATTACHED TO IT!

NOW HE'S TAKING THE CLOAK *OFF!* *WAIT!!* IT *ISN'T* A HE! IT'S A BLUE-SKINNED *FEMALE!* THAT MEANS SHE'S ONE OF *SUB-MARINER'S* RACE!

WITH THE SPEED OF A BLAZING THUNDERBOLT, THE HUMAN TORCH SWOOPS DOWN, AND...

OKAY, LITTLE LADY! YOU'RE COMING WITH *ME!*

SECONDS LATER...

REED'S HUNCH WAS *RIGHT,* KIDDIES! LOOK WHAT I FOUND CLIMBING OUT OF THE SEA!

I *REMEMBER* HER! IT'S *LADY DORMA,* THE NOBLEWOMAN WHO LOVED PRINCE NAMOR!*

*AS DESCRIBED IN THE *F.F. ANNUAL #1*--STAN AND JACK.

AND *STILL* I LOVE HIM! I CAME TO YOUR WRETCHED SURFACE WORLD--WHERE ONE SUCH AS I CANNOT EVEN BREATHE WITHOUT AN ARTIFICIAL DEVICE--IN ORDER TO ENLIST YOUR *AID!*

YOU WANT *OUR* HELP?!

YES! AND IF YOU REFUSE ME --*SUB-MARINER WILL DIE!* AND I SHALL BE TO BLAME!

I DON'T *TRUST* THAT SMOOTH-TALKIN' TOMATO! IT MIGHT BE A *TRAP!*

WHAT *IS* IT, DORMA? WHAT HAS *HAPPENED?*

"A SHORT TIME AGO, PRINCE NAMOR *FOUND* HIS PEOPLE AGAIN, AND RETURNED TO US IN TRIUMPH, ACCLAIMED BY ONE AND ALL!"

I SHALL NEVER LEAVE YOU AGAIN, MY SUBJECTS! FOR *THIS* IS WHERE THE SUB-MARINER *BELONGS!*

"BUT, DURING THE FIRST WEEK OF HIS NEW REIGN, *DISASTER* STRUCK! OUR PEOPLE'S HIGH PRIEST DEMANDED AN URGENT AUDIENCE, AND THEN..."

SIRE! REMEMBER THE ANCIENT LEGENDS WHICH TELL THAT ONE DAY AN ENEMY WILL COME TO RAVAGE FAIR ATLANTIS?? SUCH AN ENEMY IS EVEN *NOW* ALMOST AT OUR GATES!!

"HE CALLS HIMSELF *ATTUMA*--THE ONE FROM THE MURKY DEPTHS! HE HAS ENLISTED AN ARMY OF *THOUSANDS*--AND HE CLAIMS *YOUR* THRONE!! HIS STRENGTH IS SAID TO EQUAL YOUR *OWN*, SIRE--AND IN SAVAGRY AND BARBARISM HE FAR EXCEEDS YOU, MY LIEGE!"

DEATH TO SUB-MARINER!! ONLY *ATTUMA* WILL WEAR THE CROWN OF ATLANTIS!!

ATTUMA--FROM THE MURKY DEPTHS! HOW I CURSE THE DAY I FIRST HEARD THAT HORRIBLE NAME!

A CIVIL WAR--THOUSANDS OF FATHOMS BELOW THE SURFACE OF THE SEA!! AND YET--IT'S NOT IMPOSSIBLE!

BUT WHAT OF *NAMOR*?? WHAT *HAPPENED* TO HIM?? TELL US, LADY DORMA!

THE WORDS DO NOT COME EASILY TO MY LIPS, SURFACE GIRL! FOR, IN TRUTH, IT IS **I** WHO AM TO BLAME!!

"WHEN THE BATTLE STARTED, SUB-MARINER WAS LIKE A *GOD!* FEARLESS, BOLD, EVER AT THE FOREFRONT--EVER IN COMMAND!"

ATTUMA DARES NOT CROSS THE DEEP DIVIDE! WE ARE TOO STRONG!

"IT WAS *THEN* THAT MY WORLD CRASHED DOWN ABOUT ME--!"

MY LORD! DO NOT EXPOSE YOURSELF TO THEIR ARMS THIS WAY! IF ANYTHING SHOULD HAPPEN TO YOU, MY HEART WOULD--

HOLD YOUR TONGUE, WOMAN! NEVER SPEAK THUS OF LOVE TO *ME!*

YOU OFFERED HIM YOUR LOVE, AND YOU FELT HE HAD *SCORNED* YOU--BUT--WHAT *THEN?*

I WAS HURT--HEART-BROKEN! I WANTED TO HUMBLE HIM--TO BRING HIM TO HIS KNEES! AND SO, MAY NEPTUNE FORGIVE ME--I BETRAYED HIM TO *ATTUMA!*

"USING MY AUTHORITY AS A NOBLEWOMAN OF THE REALM, I ORDERED THE GUARD AWAY FROM A VITAL OUTPOST, ALLOWING ATTUMA'S HORDES TO CRASH THRU!!"

REMEMBER --YOU VOWED NO HARM WOULD COME TO NAMOR!!

BAH! WITLESS FEMALE!! WHAT DO VOWS MEAN TO THE MIGHTY ATTUMA??!!

"WITHIN SECONDS, I REALIZED WHAT A DREAD THING I HAD DONE -- WHAT A TERRIBLE MENACE I HAD UNLEASHED UPON ATLANTIS -- AND UPON THE *WORLD!*"

DEATH TO SUB-MARINER!! HAIL ATTUMA!

HE'S SMASHED THRU MY DEFENSES! THE ADVANTAGE IS *HIS!*

BUT A PRINCE OF THE BLOOD IS NOT SO EASILY DEFEATED!! EVEN THOUGH NAUGHT BUT *DEATH* AWAITS ME, I SHALL DIE AS I'VE *LIVED* -- I'LL FIGHT TILL THE END!!

"NAMOR WAS EVERYWHERE, FIGHTING, COMMANDING, INSPIRING!! HIS POWER WAS AWESOME, HIS STRENGTH UNFAILING! BUT, THOUGH HIS LEGIONS FOUGHT VALIANTLY, THERE WAS ONLY *ONE* SUB-MARINER -- AND ATTUMA'S HORDES INCHED CLOSER -- AND CLOSER --"

I COULDN'T BEAR TO SEE ANY MORE! I FLED IN PANIC, WANTING TO HELP, BUT NOT KNOWING WHERE TO TURN! AND THEN -- I THOUGHT OF *YOU*--!!

NAMOR'S OUR SWORN ENEMY! WHY SHOULD *WE* WANT TO HELP HIM??

BUT IT'S *NOT* JUST HIM! IF ATTUMA TRIUMPHS, *NOTHING* WILL STOP HIM! HE'LL ATTACK YOUR SURFACE WORLD NEXT!

REED, I KNOW HOW YOU HATE SUB-MARINER! AND PERHAPS YOU HAD GOOD REASON! AND YET--I ALWAYS FELT THAT IF THINGS HAD BEEN DIFFERENT --YOU AND HE MIGHT HAVE BEEN *FRIENDS!*

SAVE YOUR BREATH, DARLING! WE *WILL* HELP NAMOR! IN FACT, I HAVE A NEW PREPARATION WHICH WILL ENABLE US TO FIGHT UNDERWATER MORE EFFECTIVELY THAN EVER BEFORE!

IT JUST BETTER NOT TASTE LIKE COD LIVER OIL--LIKE YOUR *LAST* BLAMED SERUM!

THIS ISN'T A SERUM, BEN! IT'S AN *OXO-SPRAY!* IT SUPPLIES THE SKIN WITH A LAYER OF SELF-PERPETUATING OXYGEN, ENABLING ONE TO BREATHE UNDERWATER FOR HOURS AT A TIME!

THAT'S WHAT *YOU* SAY! IT SMELLS LIKE A BLAMED DOSE OF *D.D.T.* TO *ME!*

DON'T TAKE *MY* WORD FOR IT! TRY IT OUT!

OKAY! OKAY! SINCE THERE AINT ANY *OCEANS* IN THIS ROOM, I'LL USE THE FISHBOWL! *HEY!* HOW *ABOUT* THAT!! IT *WORKS!!*

AND *YOU'D* BETTER BE CAREFUL, JOHNNY! YOUR FLAME WILL BE A BIT HARDER TO CONTROL, WHAT WITH THE EXTRA OXYGEN WHICH HAS PERMEATED YOUR SKIN!

I SEE WHAT YOU *MEAN,* REED!

AND NOW, LET'S GET TO OUR *BATHYSPHERE* AT THE DOCK AS SOON AS POSSIBLE! EVERY SECOND MAY BE VITAL!

AND SO...

IMAGINE *US* GOIN' TO RESCUE NAMOR! WE OUGHTTA HAVE OUR *HEADS* EXAMINED!

MAYBE YOU COULD BE *EXCUSED* FROM THIS MISSION, BEN?

BITE YOUR TONGUE, KID! WILD HOSSES COULDN'T DRAG ME AWAY!

FINALLY...

I CAN DIRECT YOU TO THE EXACT SPOT!

THAT WILL BE FINE, LADY DORMA! WE'RE NOT APT TO FIND ANY ROAD SIGNS DOWN HERE!

HEY, STRETCH --QUIT STEALIN' MY LINES!

DOWN, DOWN, DOWN-- INTO THE STRANGE SILENT WORLD OF THE OCEAN DEPTHS GO THE INTREPID FANTASTIC FOUR, ACCOMPANIED BY THE LOVELY, STRONG-WILLED LADY DORMA... NONE OF THEM SUSPECTING THE SHOCKS AND THE DANGERS WHICH AWAIT THEM!

BUT, ONE OF ATTUMA'S EVER-VIGILANT PATROLS SIGHTS THE SILENT BATHYSPHERE, AND THE ORDER IS GIVEN -- THE ORDER TO ATTACK!!

WHOOM!

THIS IS AS GOOD A TIME AS ANY TO FIND OUT IF STRETCHO'S NUTTY OXO-SPRAY REALLY WORKS!

AWRIGHT! WHO'S THE WISE GUY?? WHO'S THE WISE-GUY??

LOOK OUT, BEN! SOMEONE'S HURLING HUGE BOULDERS AT YOU!

BIG DEAL! ALL I GOTTA DO IS CATCH ONE, LIKE THIS! AND NOW--

--IT'S THEIR TURN TO LOOK OUT!!

BAM!

AWW, NOW AINT THAT A SHAME! THE HILL TUMBLED DOWN ON THEIR LITTLE CATAPULT! AND IT PROBABLY TOOK 'EM WEEKS TO BUILD IT WITH THEIR LITTLE ERECTOR SET!

I KNOW NOT WHO THOSE INTRUDERS ARE, BUT THEY MUST BE STOPPED, IN THE NAME OF *ATTUMA!*

QUICKLY! ONE BURST OF YOUR EXPLO-GRENADE WILL STOP ANYTHING THAT LIVES!

BUT, BEFORE THE LETHAL WEAPON CAN FIND ITS TARGET, A THIN BURST OF *FLAME* SHATTERS IT INTO NOTHINGNESS!!

THIS IS *GREAT!* REED'S OXO-SPRAY INCREASED MY FLAME SO MUCH THAT I CAN ACTUALLY BLAZE UNDER WATER!!

THESE BOZOS WON'T BE ABLE TO *SEE* IF I STEAM UP THE WATER AROUND THEM!

JUST IN TIME! I'D BETTER STICK CLOSE TO THE OTHERS! MY FLAME ONLY LASTS FOR *SECONDS* DOWN HERE!

NICE WORK, BUTTERCUP! I *KNEW* YOU'D LEARN SOME-THIN' IF YOU HUNG AROUND *ME* LONG ENOUGH!

SAY! WHERE DID *REED* GO?? OH! *THERE* HE IS!!

GET A LOAD OF *THAT!* HOW *CORNY* CAN YA *BE!*

WE'LL LEAVE THE BATHYSPHERE WHERE IT FELL! WE'LL HAVE A BETTER CHANCE OF GETTING TO ATTUMA *WITHOUT* IT!

HEY, HOW LONG WILL THAT SPRAY GIZMO OF YOURS LET US *BREATHE* DOWN HERE??

ABOUT ANOTHER HALF HOUR-- SO WE'VE GOT TO MOVE *FAST!*

WHY DO WE *DELAY* WHEN THERE IS A NEED FOR HASTE?

HE'S WAVING US BACK! HE MUST SEE *DANGER* AHEAD!

ENEMY PATROLS-- ALL AROUND US! WE NEED SOME FORM OF *CAMOFLAUGE!*

SECONDS LATER, A LARGE, SILENT UNDERSEA FORM GLIDES PAST THE PATROL, ATTRACTING NO ATTENTION WITH ITS NATURAL-LOOKING APPEARANCE...

WE MADE IT PAST THEM, REED! I NEVER THOUGHT YOU COULD *DO* IT!

CAN'T KEEP IT UP MUCH *LONGER*, SUE! THE WEIGHT IS ALMOST UNBEARABLE! WE'VE GOT TO THINK OF SOMETHING ELSE!

OKAY, OKAY! WE'LL ALL GO ON A *DIET!*

WHOA! HOLD EVERYTHING! I'VE GOT A *BETTER* IDEA!

WAIT! YOU ARE DIVING TOWARD ONE OF ATTUMA'S DEEP-SEA *TANKS!*

YOU'RE TELLIN' *ME?!!* END OF THE LINE, KIDDIES!! EVERYBODY *OUT!!*

GOOD WORK, BIG BUDDY! THEY NEVER KNEW WHAT HIT 'EM!

LET'S FACE IT, JUNIOR! WHEN I GO INTO ACTION, IT'S LIKE SHEER *POETRY!*

NOW WE CAN SNEAK BY IN THEIR OWN SHIP!

WOW! LOOK AT ALL THE *REINFORCEMENTS* HEADING FOR ATTUMA! THE SUB-MARINER WON'T HAVE A *CHANCE!*

YOU *KIDDIN'?!?!* HE'S GOT *US!!* THAT'S LIKE BUYIN' HIMSELF A HUNK OF *INSTANT VICTORY!*

MEANTIME, A SHORT DISTANCE AWAY, PRINCE NAMOR CONTINUES TO MAKE A LAST DITCH DEFENSE OF HIS BELOVED UNDERSEA EMPIRE...!

A HYDRO-POWERED BATTERING RAM, BREAKING THRU OUR INNER WALLS!!

WE ARE OUTNUMBERED!! WE HAVE SUFFERED BETRAYAL!! BUT, SO LONG AS THE SUB-MARINER LIVES, WE SHALL NEVER BE *OUT-FOUGHT!!*

I STRIKE FOR ATLANTIS!!

CRACK!

FIGHTING LIKE A CREATURE POSSESSED-- SMASHING, CRASHING, POUNDING, HURLING HIS ATTACKERS FROM HIM LIKE AN UNDER-SEA DREADNAUGHT, THE SUPER-POWERED SUB-MARINER CARRIES THE BATTLE ONCE AGAIN TO THE DAZED AND BATTERED ENEMY--!!

BACK, YOU SEA VERMIN!! BACK TO THE MURKY DEPTHS FROM WHENCE YOU CAME! BACK, AT THE COMMAND OF NAMOR!

MY PEOPLE FRIGHTEN DISOBEDIENT CHILDREN WITH TALES OF NAMOR'S TERRIBLE STRENGTH AND AWESOME WRATH--

--BUT NEVER DID I BELIEVE SUCH TALES TO BE *TRUE*-- NEVER, UNTIL *NOW*!!

SIRE, OUR WEAPONS WILL SOON BE EMPTY, WHILE *ATTUMA* HAS ARMS WITHOUT LIMIT!!

KEEP FIRING!! AND, WHEN YOU CAN FIRE NO MORE, WE SHALL *STILL* FIGHT ON--WITH CLUBS, ROCKS, BARE FISTS--WE'LL FIGHT TO THE *DEATH*!

MEANWHILE, WHAT OF *ATTUMA* HIMSELF--?

ANY *OTHER* FOE WOULD HAVE LONG SINCE SURRENDERED! NAMOR *MUST* BE DRIVEN TO HIS KNEES!

YOU SHALL *TRIUMPH*, MIGHTY ATTUMA! IT IS YOUR *DESTINY*!

NO MAN CAN FIGHT WHAT HE CANNOT *SEE*! UNLEASH THE *GLOBULES OF DARKNESS* UPON HIM! ATTUMA SO COMMANDS!!

AND SO, WITHIN SECONDS...

IS THERE NO *LIMIT* TO THE WEAPONS AT ATTUMA'S DISPOSAL?

WHAT CAN BE THE *PURPOSE* OF THESE STRANGELY OMINOUS FLOATING GLOBES??

WITHIN SECONDS, THE FIGHTING MONARCH OF ATLANTIS GETS HIS ANSWER, AS THE MYSTERIOUS GLOBULES DISSOLVE INTO BLINDING POCKETS OF MURKY FLUID....!

I'M BEING *BLINDED!* EVERYTHING IS GROWING DARK-- HAZY-- I CANNOT *SEE!*

AS THE GLOBULES OF DARKNESS SPREAD THRU-OUT THE AREA, NAMOR'S LOYAL LITTLE BAND OF WARRIORS TRIP OVER EACH OTHER IN BLIND CONFUSION--UNABLE TO RECOGNIZE FRIEND FROM FOE--UNABLE TO FIGHT--

UNTIL THE DARKNESS CLEARS, WE ARE *HELPLESS!*

NONE BUT *NAMOR* CAN SAVE US NOW!!

AND, NONE BUT NAMOR *CAN* FIGHT BACK! FOR ONLY *NAMOR*, WITH HIS WONDROUS WINGED FEET, CAN LEAP *ABOVE* THE GATHERING DARKNESS...

FOR *TOO LONG* HAVE I BEEN CONTENT TO FIGHT A *DEFENSIVE* BATTLE!!

NOW, WHEN THINGS LOOK THE MOST HOPELESS, I MUST CHANGE MY TACTICS--!

NOW, WHEN HE LEAST EXPECTS IT--

--I SHALL CARRY THE BATTLE TO-- *ATTUMA!!*

AND, AT THAT VERY MOMENT, ACCOMPANIED BY THE LADY DORMA, THE FABULOUS FANTASTIC FOUR APPROACH THE SCENE--ENTERING A BATTLE NOT OF THEIR MAKING-- ON A STRANGELY ALIEN BATTLEGROUND-- AGAINST A FOE WHOSE POWERS THEY CAN BARELY IMAGINE!!

JUDGING BY THE WRECKAGE, WE'RE NEARING THE MAIN BATTLE SITE!

BEFORE WE GO ANY FURTHER, LET ME TURN INVISIBLE AND SEE WHAT LIES AHEAD!

BE CAREFUL, SUE! NOT ONLY MUST WE FEAR ATTUMA, BUT EVEN *NAMOR* MAY TREAT US AS ENEMIES!

BEHOLD! THE SUB-MARINER APPEARS! HE IS CHALLENGING ATTUMA TO A HAND-TO-HAND DUEL, JUST AS ATTUMA GUESSED HE WOULD! IS THE TRAP READY??

OF COURSE! ONCE THE BATTLE BETWEEN THEM BEGINS, I'LL AIM THESE SUBSONIC SOUND WAVES AT NAMOR! THEIR POWER WILL DRAIN HIS STRENGTH, MAKING HIM AN EASY VICTIM FOR ATTUMA!

!

NAMOR IS TOO HONORABLE, TOO MUCH THE TRUE WARRIOR, TO SUSPECT SUCH A CRUEL TRAP! I'VE GOT TO HELP HIM!! BUT--HOW??

ATLANTIS SHALL BE MINE! IT IS MY DESTINY!

NEVER! ONLY NAMOR IS TRULY PRINCE OF THE BLOOD!

I'VE ONLY ONE CHANCE-- IF I CAN MAKE MY INVISIBLE FORCE FIELD SURROUND BOTH THEM AND THEIR SOUND WAVE MACHINE--!

I'M DOING IT-- I THINK IT'S GOING TO WORK!!

NOT SUSPECTING THE ENCIRCLEMENT OF SUE STORM'S INVISIBLE FORCE FIELD, THE TWO LIEUTENANTS OF ATTUMA ACTIVATE THEIR STRANGE MACHINE--BUT-- THE SOUND WAVES CANNOT PENETRATE THE POWERFUL UNSEEN BARRIER--!

IT HAPPENED AS I HOPED-- THE SOUND WAVE ENERGY HIT MY FORCE SCREEN AND BOUNCED BACK, BLOWING UP THE MACHINE!!

SECONDS LATER...

WHAT OF MY PRINCE? DOES HE STILL LIVE?

YES, DORMA! WE'RE JUST IN TIME! HE'S FIGHTING ATTUMA, HAND-TO-HAND--BUT THE INVADERS HAVE SET TRAPS FOR HIM WHICH NAMOR DOESN'T SUSPECT!

THEN WHAT'S OUR NEXT MOVE??

WE'VE GOT TO FAN OUT-- COVER AS MUCH TERRITORY AS POSSIBLE!

WITHOUT NAMOR SEEING US, WE MUST SAVE HIM FROM ATTUMA'S TRAPS-- MAKE SURE HE CAN FIGHT A FAIR FIGHT!

FOR CENTURIES, THE LEGENDS OF ATLANTIS HAVE PREDICTED THE COMING OF A CONQUEROR! KNOW YOU, NAMOR, THAT *ATTUMA* IS THAT CONQUEROR!

THE LEGENDS ARE *TRUE*-- BUT YOUR TONGUE IS FALSE! IT IS *NAMOR* OF WHOM THE THE LEGENDS TELL!

BAH! YOU HAVE GROWN WEAK, AND SOFT! YOU ARE NOT THE WARRIOR *ATTUMA* IS!

I'LL DRIVE THAT LIE BACK INTO YOUR THROAT BARBARIAN! HERE, IN THE DEPTHS, THERE IS *NONE* AS POWERFUL AS *NAMOR*!

HE WEARS NO ARMOR--CARRIES NO WEAPON--YET, HE FIGHTS LIKE A THOUSAND FURIES! BUT HE CANNOT TRIUMPH -- MY NEXT *TRAP* WILL FINISH HIM!

AND, EVEN AS THAT THOUGHT CROSSES ATTUMA'S SCHEMING BRAIN, HIS SECOND TRAP IS MADE READY...

NAMOR IS WITHIN OUR SIGHTS! PREPARE TO *FIRE*! NOT EVEN *HIS* STRENGTH CAN SURVIVE OUR *IONIC RAY*!

MY CAPTAIN! SOMEONE *APPROACHES*!

TRUER WORDS WAS NEVER SPOKE, SWEETIE! AND NOW THAT I'M *HERE*, I'LL RIP YOUR OVERSIZED TINKERTOY APART BEFORE SOMEONE STUBS HIS LITTLE TOESIE AGAINST IT!

SCRUNCH!

AND, SEEIN' AS HOW YOU BIG BAD SOLDIER BOYS ARE ALL WET BEHIND THE EARS, I'LL LET YA COOL OFF IN THIS NICE DRY LITTLE CAVE!

HE TRAPS US WITHIN BY ROLLING THAT BOULDER AS THOUGH IT IS *WEIGHTLESS!*

WHAT MANNER OF UNDER-SEA DEMON *IS* HE??

WHO'S A DEMON, BUB? I'M MY DEAR OU AUNT PETUNIA'S LITTLE NEPHEW, BENJAMIN!

BUT, ATTUMA HAS STILL *MORE* TRAPS, READY FOR ANY EVENTUALITY!

QUICK! ENSNARE THE UNSUSPECTING SUBMARINER WITH A NOOSE OF UNBREAKABLE TITANIUM WIRE!

I'LL FIRE AS SOON AS ATTUMA BREAKS AWAY, COMMANDER!

THERE! NOW IS YOUR CHANCE!

BUT, WHAT *MIRACLE* IS THIS?? SOME STRANGE *FORM* HAS DESCENDED, CATCHING THE WIRE WITHIN ITS *OWN* EVER-CHANGING SHAPE!

WHY DID ATTUMA NEVER *WARN* US THAT NAMOR HAD SUCH FANTASTIC ALLIES??!

NOW THAT I'VE SAVED THE SEA PRINCE FROM THIS INDESTRUCTIBLE WIRE, I'LL FLIP MY BODY OVER, TANGLING ATTUMA'S MEN WITH THEIR OWN WEAPON!

THERE IS SINISTER *MAGIC* AT WORK HERE!! NAMOR IS IN LEAGUE WITH THE *SHADOWY ONES!*

DESPAIR NOT! OUR *FOURTH* PLATOON IS ABOUT TO DESTROY ALL OF ATLANTIS WITH A NUTRO-NUCLEAR DISSOLVO-BOMB!

BUT, BEFORE THE FATEFUL PLUNGER CAN BE DEPRESSED...

SORRY, BOYS! ALL DEMOLITION WORK AROUND HERE WILL BE HANDLED BY AN *EXPERT* FROM NOW ON-- NAMELY, THE *HUMAN TORCH!*

I DON'T KNOW *WHAT* THAT PLUNGER WOULD HAVE DONE, BUT IT DOESN'T MATTER *NOW*-- I FRIED IT INTO ASHES!

HOWEVER, A SPLIT SECOND LATER, THE YOUTHFUL TORCH IS THE FIRST TO BECOME AWARE OF A DESPERATE DILEMMA...

MY FLAME IS GROWING *WEAKER!* IT--IT'S GETTING HARDER TO *BREATHE!* REED'S OXO-SPRAY MUST BE WEARING OFF!

IF WE DON'T GET BACK TO THE SURFACE, *FAST*-- WE'LL ALL BE *KAPUT!*

BUT-- HOW CAN WE DESERT NAMOR *NOW??*

MEANWHILE, BEING A FEW YEARS *OLDER*, THE OTHER THREE COSTUMED ADVENTURERS CAN FUNCTION A FEW MINUTES LONGER, AND SO...

HOW *MAGNIFICENTLY* NAMOR BATTLES! HE'S LIKE A GLADIATOR OF OLD--FEARLESS, POWERFUL, CAPABLE OF *ANYTHING!*

NO ONE THAT LIVES CAN LONG EVADE MY MIGHTY BATTLE SWORD!

YOUR WORDS HAVE A HOLLOW RING, ATTUMA! BATTLES ARE WON WITH *DEEDS*, NOT EMPTY SPEECHES!

WRETCHED FOE!! MY LEGIONS WILL DESTROY YOU *YET!*

IF THAT BE THE WILL OF NEPTUNE, I SHALL DIE LIKE A *WARRIOR!* BUT *NEVER* BY THE SHATTERED BLADE OF COWARDLY ATTUMA!

YOU CALL ME COWARDLY BECAUSE I USE *WEAPONS* AGAINST YOUR NAKED STRENGTH!

BUT, CALL ME WHAT YOU *WILL*--VICTORY *MUST* BE MINE! AND IT *SHALL* BE--*NOW!*

SO! THAT'S WHY YOU WORE THOSE APPENDAGES! THEY CONCEALED TWIN *DISINTEGRATOR RAYS!*

ONLY *INVISIBILITY* CAN SAVE HIM NOW! I MUST NOT *FAIL* HIM!

THE BORN WARRIOR, DURING THE HEAT OF BATTLE, CONCENTRATES SO INTENTLY ON HIS *FOE* THAT HE IS OBLIVIOUS TO ALL ELSE! AND SO IT IS WITH NAMOR...

WHERE *ARE* YOU?? WHERE DID YOU *VANISH* TO??

HAS HE TAKEN LEAVE OF HIS *SENSES??* HE RUNS AMOK, LIKE ONE GONE *MAD!*

BUT, THE SUDDEN EXERTION HAS WEAKENED THE VALIANT INVISIBLE GIRL, AND SHE IS THE NEXT TO FEEL THE LIFE-SAVING OXO-SPRAY WEARING OFF...!

I-I CAN'T SEEM TO GET ENOUGH *AIR* INTO MY LUNGS! EVERY-THING IS SPINNING BEFORE MY EYES...!

SUE! HOLD ON, GIRL-- *HOLD ON!*

AND THEN, THE REACTION STRIKES THE TWO STRONGEST MEMBERS OF THE F.F., AS REED DESPERATELY REALIZES...

OXO-SPRAY ONLY GOOD FOR A FEW MORE SECONDS! NO TIME TO REACH BATHY-SPHERE! DESPERATE MEASURE NEEDED!

BEN! YOU AND JOHNNY *FOLLOW ME!* I'LL HELP YOU TO THE SURFACE!

THIS IS A HECKUVA TIME FOR *FOLLA THE LEADER*, RUB-BER HEAD--BUT I GOT NOTHIN' *BETTER* TO OFFER--!

WE CAN DO NO MORE DOWN *HERE!* I'LL STRETCH TO THE SURFACE! LUCKILY, THIS IS A SHALLOW AREA! IF IT WERE DEEPER --WE'D BE *DOOMED!*

IT DON'T LOOK TO *ME* LIKE WE'RE HEADED FOR A RIPE OLD AGE *NOW*, CHUM!

WE'LL *MAKE* IT, BEN-- WE'VE *GOT* TO! JUST--DO AS I SAY--!

THEN, AFTER BEN HAS ANCHORED REED'S FEET SECURELY TO THE ROCKS BELOW...

BOTH OF YOU-- HOLD ON TO ME--PULL YOURSELVES UP--*SLOWLY!*

WE CAN'T MOVE TOO *FAST*, OR WE'LL GET THE *BENDS!*

WELL-- DON'T JUST *STAND* THERE, BIG BUDDY! LET'S *GO!*

IF THAT HUMAN RUBBER BAND *SNAPS* BEFORE HE REACHES THE TOP, THERE'LL BE A HOT TIME ON *YANCY STREET* TONIGHT!

BEN--DO YOU-- DO YOU THINK HE'LL *MAKE* IT??

SURE, KID! YOU KNOW WHAT A *TIGHTWAD* HE IS--

OUR RENT IS PAID UP TILL NEXT YEAR, AND HE AINT ABOUT TO *WASTE* ANY OF IT!

MEANWHILE, AS THE DESPERATE *MR. FANTASTIC* SLOWLY REACHES THE SURFACE, THE BATTLE RAGING BELOW NEARS ITS INEVITABLE CLIMAX...

THERE! WITHOUT THESE DIS-INTEGRATORS ATTACHED TO YOUR HEAD COVERING, NOTH-ING SHALL STOP ME FROM *PROVING* WHICH OF US IS TRULY FIT TO RULE ATLANTIS!

I'M *STILL* YOUR MASTER! I'LL DESTROY YOU WITH MY *BARE HANDS!*

AND, AS SUE STORM IS SLOWLY CARRIED OUT OF EFFECTIVE RANGE, HER INVISIBILITY POWER FADES FROM THE STILL-UNAWARE SUB-MARINER...

FOOL! IT IS TO NAMOR, THE AVENGING SON, YOU SPEAK! NAMOR --PRINCE OF THE BLOOD, SOVEREIGN OF THE SEVEN SEAS!

TO RULE IS MY HERITAGE! NO BARBARIAN SHALL WREST FROM ME MY CROWN AND SCEPTER!

ENOUGH! SPARE ME! THE BATTLE IS ENDED-- I CAN ENDURE NO MORE!

YOU ARE NOT FIT TO BE KING! A TRUE SOVEREIGN PREFERS DEATH TO SURRENDER!

CARRY THIS CRINGING COWARD BEYOND THE PROUD GATES OF ATLANTIS! HE, AND ALL WHO DARED SERVE HIM, ARE BANISHED FOREVER FROM THE GOLDEN REALM!

HAIL, MIGHTY PRINCE!

NAMOR'S WORD IS TRULY THE SPOKEN LAW!

THEN, WHEN THE CARNAGE OF BATTLE HAS BEEN CLEARED...

I KNOW HOW YOU BETRAYED ME, LADY DORMA--BUT I FORGIVE YOU! FOR I, ABOVE ALL OTHERS, AM AWARE OF THE STRANGE THINGS ONE MAY DO-- IN THE NAME OF LOVE!

I MUST REST, FOR MY LIMBS ARE WEARY AND MY SPIRITS WEAK! I PRAY NO ENEMY, SUCH AS THE FANTASTIC FOUR, ATTACKS US NOW-- FOR SURELY THEY WOULD PREVAIL!

MY LOVE IS STILL UNAWARE OF HOW HE HAS BEEN HELPED! KNOWING HIS GREAT PRIDE, IT IS BEST HE REMAINS SO!

WHILE, MANY FATHOMS ABOVE...

WELL, BRUSH MY TEETH 'N CALL ME PEARLY! WE MADE IT!

WE'RE IN LUCK! THERE'S ONE OF UNCLE SAMMY'S PATROL BOATS -- THEY SEE US!

USE ME AS A RAFT TILL THEY REACH US!

REED--MY DARLING! YOU--YOU NEVER FAIL US!

SHE STILL CALLS ME "DARLING", EVEN AFTER SEEING NAMOR AGAIN! PERHAPS--I AM THE ONE SHE TRULY LOVES!

WHY IS NAMOR SO BLIND?? WHEN WILL HE REALIZE THAT DORMA WAS BORN TO BE HIS QUEEN??!

HEY, BENJY BOY-- THINK YOU COULD TAKE SUBBY IN A FAIR FIGHT?

YOU KIDDIN', JUNIOR?? JUST ONE CLOBBER AND I'D BE SWEET-UMS THE FIRST, KING OF THE WHOLE SHEBANG!

THE END

AND SO, A CLOAK OF MYSTERY AND SILENCE AGAIN ENSHROUDS THE UNDERSEA REALM OF PRINCE NAMOR! BUT, HE IS DESTINED ONCE AGAIN TO BATTLE OUR FABULOUS FOURSOME--AND WHEN HE DOES, EVERY VIVID THRILL WILL BE FOUND HERE, WITHIN THE PAGES OF THE WORLD'S GREATEST COMIC MAGAZINE!

A MARVEL MASTERWORK PIN-UP

PRINCE NAMOR

REGAL NAMOR THE FIRST!

- PRINCE OF ATLANTIS
- EMPEROR OF THE DEEP
- LORD OF THE SEVEN SEAS *AND*
- SUPREME COMMANDER OF THE UNDERSEA LEGIONS

THE SUB-MARINER

MARVEL COMICS GROUP 12¢

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

34 JAN

IND.

FRIEND AGAINST FRIEND!!
BROTHER AGAINST SISTER!!
IF YOU ALWAYS THOUGHT IT COULD NEVER HAPPEN, YOU CAN'T AFFORD TO MISS:

"A HOUSE DIVIDED!"

CAN YOU GUESS WHAT MAKES GIDEON THE MOST POWERFUL FOE OF ALL?

HAVE THE FABULOUS F.F. FINALLY MET THEIR FIRST DEFEAT??

"A HOUSE DIVIDED!"

INTRODUCING: THE FASCINATING VILLAINY OF: MR. GIDEON!

HOW CAN THE F.F. WIN THEIR MOST DIFFICULT BATTLE?? A BATTLE AMONG THEM-SELVES!

AS OUR STRANGE SAGA BEGINS, A MYSTERIOUS PACKAGE IS DELIVERED TO F.F. HEADQUARTERS, ADDRESSED TO THE EVER-LOVIN' *THING*...

RAPTUROUSLY WRITTEN by STAN LEE

DELICIOUSLY DRAWN by JACK KIRBY

IMPECCABLY INKED by CHIC STONE

LAVISHLY LETTERED by ARTIE SIMEK

DEAR THING! HERE'S A PERFECT GIFT FOR A MAN WHO HAS NOTHING! LOVE AND HISSES! THE YANCY STREET GANG!

AND NOW, HANG ONTO YOUR HAT, 'CAUSE HERE WE GO...

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IF THOSE CRUMMY YANCY YAHOOS THINK THEY'LL GET *ME* MAD, THEY GOT *HOLES* IN THEIR HEADS! I WON'T EVEN *OPEN* IT! I WON'T *LOOK* AT IT! I WON'T GO *NEAR* IT!

PERHAPS THEY WANT TO *MAKE UP* WITH YOU NOW, BEN? THERE'S NOTHING VERY BAD IN HERE!

THERE *ISN'T?* THEN TAKE IT *OUT!* LET'S *SEE* IT! WHAT'RE YOU *WAITIN'* FOR??

BENJAMIN, YOU'RE THE ONLY FELLA I KNOW WHO CAN BLOW HOT AND COLD AT THE SAME TIME!

THAT YANCY STREET GANG *ALWAYS* MAKES POOR BEN SEE RED!

IT'S RATHER *CUTE,* BEN! IT'S A BEATLE WIG!

A *BEATLE WIG!* WHAT AM I GONNA DO WITH *THAT??*

YOU COULD WEAR IT *BACKWARDS* AND LET IT COVER YOUR *FACE!* IT'LL BE AN *IMPROVEMENT!*

OH *YEAH?!!* ALRIGHT, HALF-PINT, NOW WE'RE GONNA SEE HOW LOUD YOU CAN LAUGH THRU A *FAT LIP!!*

HOLD IT, BEN! JOHNNY WAS ONLY FOOLING!

AW, DON'T WORRY, REED! THIS BIG CLOWN DOESN'T SCARE *ME!*

FLAME ON!

YEOW!! YOU ANIMATED MATCH STICK, YOU ALMOST BURNED MY *CLOBBERIN'* HAND!

KNOCK IT OFF, YOU TWO!

AWWW, JUST LEMME SNUFF 'IM OUT IN THE NEAREST ASH TRAY, JUST *ONCE!!* I'LL-- *MMPFFF--!*

YOU *HEARD* ME, BEN! I SAID *KNOCK IT OFF!*

--AND I WASN'T REFERRING TO JOHNNY'S *HEAD!*

YOU GUYS CAN QUIT WALTZIN' AROUND NOW! I'M CUTTIN' OUT FOR THE ANTIQUE AUTO SHOW! TELL BEN I DIDN'T *MEAN* IT WHEN I SAID THAT WIG WOULD BE AN IMPROVEMENT--

--*NOTHING* COULD IMPROVE *THAT* PAN!!

LEMME AT 'IM!! LEMME AT 'IM!!!

TAKE OFF, KID! I CAN'T HOLD BEN MUCH LONGER!

THEN, AFTER JOHNNY HAS BLAZED OFF INTO THE DISTANCE...

BENJAMIN J. GRIMM! I THOUGHT YOU AND JOHNNY WERE SUPPOSED TO BE *PALS!*

WE ARE--WE ARE! I WOULDN'T LET ANYONE *ELSE* TRY TO KNOCK HIS FOOL BLOCK OFF, WOULD I?

WE UNDERSTAND YOUR HORSEPLAY, BEN-- BUT I THINK YOU HAD *ALICIA* WORRIED FOR A MINUTE!

IT'S ALRIGHT, REED! I THINK I'M BEGINNING TO GET USED TO BEN'S TEMPER TANTRUMS NOW!

GOOD! I WISH *I* COULD SAY THAT!

WHAT TEMPER TANTRUMS?? I'M THE SWEETEST, MOST LOVABLE GUY ON THE TEAM--

--AND I'LL *PULVERIZE* ANY MEAT-HEAD WHO SAYS I *AINT!!*

BUT THEN, AFTER REED AND SUE HAVE LEFT...

I GUESS I SHOULDN'T HAVE BLOWN MY STACK, BABY, BUT WHENEVER I THINK OF THOSE YANCY CRUMB-BUMS I SEE RED!

IMAGINE THOSE CREEPS SENDIN' *ME* A BEATLE WIG!!!

WHY DON'T YOU JUST THROW IT AWAY, BEN?

ARE YOU *KIDDIN'*?? I ALWAYS *WANTED* TO TRY ONE!

WISH YOU COULD *SEE* ME, BABY! I'M A LIVIN' DOLL!!

BUT, PERHAPS THERE WOULD BE LESS FRIVOLITY AT F.F. HEADQUARTERS IF OUR FABULOUS FOURSOME KNEW WHAT WAS ABOUT TO TRANSPIRE IN THE OFFICE OF THE WORLD'S RICHEST MAN, IN DOWNTOWN WALL STREET...

CANCEL ALL MY APPOINTMENTS! SEND FOR MY TOP ADVISERS!

IMMEDIATELY, MR. GIDEON!

AND NOW, COME WITH US TO THE PALATIAL OFFICE OF GREGORY HUNGERFORD GIDEON, THE RUTHLESS MULTI-BILLIONAIRE FINANCIAL WIZARD WHO IS SOON TO BECOME ONE OF THE MOST DANGEROUS ADVERSARIES THE FANTASTIC FOUR HAVE EVER FACED! FOR, GREGORY GIDEON POSSESSES ONE OF THE GREATEST POWERS ON EARTH -- THE POWER OF *UNLIMITED WEALTH!!*

GIDEON *TALKING!* MY ANSWER IS *NO!* I WILL NOT LEND YOUR BANK ANY MORE MONEY!

WE'VE GOTTA TAKE THIS BILLION DOLLARS BACK TO THE MINT, BOYS! MR. GIDEON WANTED ONLY *NEW* BILLS!

I KEEP HEARING RUMORS THAT GIDEON IS TRYING TO TAKE OVER CONTROL OF THE ENTIRE *PLANET!*

INSANE AS IT MAY SOUND, IF *ANYONE* CAN DO IT, GIDEON CAN!

LATER, AFTER HE HAS ORDERED EVERYONE OUT OF HIS STADIUM-SIZED OFFICE, GREGORY GIDEON SWITCHES ON A WORLD-WIDE TV INTERCOM UNIT...

THIS IS COMMANDER VANVROOT IN SOUTH AFRICA! YOU CALLED ME, GIDEON?

YES! REMAIN WHERE YOU ARE!

THIS IS TAMIROFF IN CAIRO! YOU ALMOST RUINED US WITH THAT NEW COMPANY YOU SET UP! BUT WE'LL BEAT YOU *YET!*

BAH! I CAN BUY YOU AND SELL YOU --AND YOU *KNOW* IT!

FAVORSHAM IN LONDON HERE! WHY HAVE YOU GOTTEN US ALL TOGETHER THIS WAY? TO *GLOAT* OVER THE FACT THAT YOU ARE GAINING CONTROL OF OUR FINANCIAL EMPIRES??

SILENCE! I SHALL *TELL* YOU--!

AT THE RATE I AM GOING, IT WILL TAKE ME THREE MORE YEARS TO DRIVE YOU ALL OUT OF BUSINESS AND TO TAKE OVER FINANCIAL MASTERY OF THE ENTIRE WORLD! THAT IS ***TOO SLOW!*** I HAVEN'T THE PATIENCE TO WAIT! I WANT TO OWN ***EVERY-THING*** -- AND I WANT IT ***NOW!!***

YOU SOUND LIKE A ***MADMAN,*** GIDEON!

CALL ME WHAT YOU WILL -- I HAVE A ***CHALLENGE*** FOR YOU! SET ME A TASK -- ***ANY*** TASK WHICH YOU CONSIDER IMPOSSIBLE! IF I ACCOMPLISH IT IN ONE WEEK, YOU SELL OUT TO ME ***NOW!*** IF I FAIL, I'LL GIVE UP MY PLAN FOR WORLD DOMINATION!

AGREED, GIDEON! AT ***LAST*** YOU'VE BITTEN OFF MORE THAN YOU CAN CHEW! YOUR TASK SHALL BE --

--THE MOST ***IMPOSSIBLE*** ONE OF ALL TIME! YOU ARE TO ***DEFEAT THE FANTASTIC FOUR*** -- YOU HAVE ***ONE WEEK!***

THEN I'LL START ***IMMEDI-ATELY!*** ***THIS*** IS WHAT I LIKE -- A ***FIGHT!*** I'VE NEVER LOST ***YET!*** WITH MY WEALTH, I CAN DO ***ANYTHING!***

SEND IN MY TOP PLANNING BOARD -- ***AT ONCE!***

THE NEXT MORNING, MINUTES AFTER ARISING, REED RICHARDS HEARS --

WHAT'S THAT ***RACKET*** DOWNSTAIRS? IT SOUNDS LIKE SOME-ONE IS ***DISMANTLING*** OUR EQUIPMENT!

WHAM

BAM BAM

RUSHING TO THE FLOOR, REED IS ASTONISHED TO SEE...

WORKMEN -- TAKING THE ***FANTASTI-CAR*** -- AND OUR ***MISSILE!***

STOP! HOLD IT! WHAT'S GOING ***ON?***

SORRY, MR. RICHARDS -- WE HAVE OUR ORDERS! BETTER STAY BACK!

EASY WITH THAT CRANE, BOYS! OKAY -- LOWER AWAY!

WAIT! THAT'S OUR POGO PLANE! COME BACK WITH IT!!

I'M TOO LATE! I'VE GOT TO SEE WHO'S RESPONSIBLE FOR THIS!

WHO'S IN CHARGE HERE? WHO AUTHORIZED ALL THIS?? YOU'D BETTER HAVE A MIGHTY GOOD EXPLANATION FOR ME!!

NOW, NOW, MISTER RICHARDS! IT'S ALL PERFECTLY LEGAL! MISTER BEN GRIMM ORDERED US TO TAKE HIS SHARE OF YOUR EQUIPMENT!

YOU MUST BE MAD! BEN WOULD NEVER-- WAIT! WHAT'S THIS??

RECOGNIZE THE SIGNATURE, RICHARDS?

IT IS BEN'S! BUT WHY? WHAT'S GOTTEN INTO HIM?? HE CAN'T DO THIS!!

THOSE SHIPS BELONG TO ALL OF US! TO THE TEAM! HE'S GOT NO RIGHT! WHERE IS HE??

RIGHT HERE, YOU DOUBLE-DEALIN' PHONY!!

EASY, GRIMM! IF HE'S WHO YOU SAY HE IS, HE'LL BE PLENTY DANGEROUS!

NUTS! HE DON'T SCARE ME! THIS WON'T BE THE FIRST TIME I TACKLED A SKRULL!*

A SKRULL ??!

*SEE F.F.#2,#18,#& 32--STAN.

DON'T TRY TO ACT INNOCENT WITH ME, WISE GUY! THE JIG'S UP, SO JUST TELL ME WHAT YOU DID WITH THE REAL REED RICHARDS BEFORE I TURN YA INTO A DEHYDRATED GLOB OF SILLY PUTTY!

THE COPS TOLD ME HOW THEY FOUND YOUR SPACE SHIP LAST NIGHT, WITH THE HIDDEN INSTRUCTIONS ABOUT IMPERSONATIN' MY RUBBER-BONED BUDDY!

BEN, HOLD IT! I'M THE REAL MISTER FANTASTIC!

SURE, SURE! AND I'M THOR WITHOUT MY GOLDEN CURLS!

HOLD HIM, MEN! DON'T LET HIM BREAK AWAY!

SEND FOR REIN-FORCEMENTS, JOE! IT'S LIKE TRYING TO HOLD BACK A HURRICANE!

I'LL KEEP 'IM BUSY WHILE YOU FINGERPRINT HIM! BUT STEP ON IT, YOU GUYS!

NO, BEN! FINGERPRINTS WON'T PROVE ANY-THING--!!

THEY JUST MIGHT! WE STILL HAVE THE PRINTS OF THE SKRULL WHO IMPERSONATED YOU, MONTHS AGO!

IF YOUR FINGER-PRINTS NOW MATCH HIS--!

THEY'RE IDENTICAL!!

THAT CLINCHES IT!! THE THING WAS RIGHT! WE'RE HOLDIN' A REAL SKRULL!

YOU HEARD 'IM! NOW WHERE'S REED RICHARDS?? TALK, YOU CREEP!

USE YOUR HEAD, BEN! OF COURSE MY PRINTS MATCH THE SKRULL'S! WHEN THEY IMPERSONATE SOMEONE, THEY DO IT COMPLETELY--EVEN TO THE HEARTBEAT! THAT DOESN'T PROVE ANYTHING!

SHADDUP! YOU AINT TALKIN' YOUR WAY OUTTA THIS!

THEN, REALIZING THAT HE IS A VICTIM OF ONE OF THE MOST INGENIOUSLY DIABOLICAL FRAME-UPS OF ALL TIME, THE FABULOUS MR. FANTASTIC UTILIZES THE FULL POWER OF HIS PLIABLE BODY AS NEVER BEFORE, FREEING HIMSELF WITH ONE SUDDEN, IRRESISTIBLE SNAP!!

YEOWWP!

CAN'T HOLD ON!! HE MOVES TOO FAST!

WATCH IT, CHARLIE!

WHERE'D HE GO?

I'VE GOT TO GET AWAY-- LEARN WHAT'S BEHIND ALL THIS!

BUT, AT THAT VERY MOMENT, WHEN SUE STORM REACHES HER SUBURBAN HOME...

GOOD HEAVENS!! WHAT COULD HAVE HAPPENED HERE??

JOHNNY! WHERE ARE YOU?? ARE YOU ALRIGHT??

THERE'S A NOTE-- SCRIBBLED CRUDELY ON THE WALL! OH NO! IT CAN'T BE!!

HE WAS CAPTURED BY DOCTOR DOOM! AND-- HE TRIED TO WARN ME-- SOMETHING ABOUT A ROBOT!

AM FIGHTING DOCTOR DOOM... CAN'T HOLD OUT ANY LONGER- BEWARE, SIS-- DOOM'S ROBOT--

HI, SIS! HEY! WHAT'S HAPPENED HERE??

THAT MUST BE DOOM'S ROBOT! HE DOESN'T KNOW I READ THE MESSAGE ON THE WALL!

DON'T COME ANY CLOSER! I WON'T LET YOU LEAVE TILL YOU TELL ME WHERE MY BROTHER IS!!

UH OH! I DON'T LIKE THIS! THE LAST TIME I HEARD SUE TALK THAT WAY, SHE WAS IN THE POWER OF THE PUPPET MASTER! I'D BETTER BE ON GUARD!

FLAME ON!

NOW, YOU JUST STAY THERE UNTIL I-- HEY!!

I DON'T KNOW HOW DR. DOOM COULD GIVE A ROBOT THE POWER OF MY BROTHER-- BUT MY INVISIBLE FORCE FIELD WILL PROTECT ME FROM HIS FLAME!

WOW! I NEVER REALIZED SHE HAD GOTTEN SO GOOD WITH HER INVISIBLE POWER! SHE ACTUALLY FORCED ME RIGHT OUT OF THE HOUSE!

WAIT-- I'M *FREE* NOW! SHE DROPPED HER FORCE FIELD! BUT NOW *SHE'S* INVISIBLE!

I'VE GOT TO REACH *REED!* *HE'LL* KNOW WHAT TO DO!

EVEN THOUGH I CAN'T SEE *SUE*, I CAN SEE THE IMPRESSION SHE LEAVES ON THE GRASS AND BUSHES AS SHE RUNS PAST! IF I FOLLOW, MAYBE SHE'LL LEAD ME TO THE PUPPET MASTER!

MEANWHILE, AT HIS THOUSAND ACRE ESTATE IN WESTCHESTER, GREGORY GIDEON LISTENS TO A REPORT...

YOUR PLAN IS GOING WELL SO FAR, SIR! THE F.F. ARE BEGINNING TO FIGHT AMONG THEMSELVES!

IT SHOULDN'T TAKE MUCH LONGER!

I KNEW IT COULDN'T FAIL! IT'S THE GREATEST STRATEGY OF ALL-- DIVIDE AND CONQUER!!

I PAID A *MILLION DOLLARS* FOR THIS PLAN-- AND IT WAS WELL WORTH IT!

AND THIS IS THE PHONY SPACESHIP WE PLANTED LAST NIGHT, WITH EVIDENCE INSIDE TO INDICATE THAT REED RICHARDS IS REALLY A MASQUERADING SKRULL!

SPARE ME THE DETAILS! THEY ARE FOR *LESSER MEN*-- LIKE YOU!

GREGORY, DEAR-- ARE YOU READY FOR DINNER NOW?

OH, HELLO, MRS. GIDEON! I'VE NEVER HAD THE PLEASURE BEFORE--

ALRIGHT, SMEDLEY, YOU'RE DISMISSED NOW! GET OUT!

HAVEN'T I TOLD YOU NEVER TO INTERRUPT ME WHEN I'M TALKING *BUSINESS??!* WHEN WILL YOU LEARN TO KNOW YOUR *PLACE?!!*

I'M SORRY, GIDEON! I DIDN'T THINK! I WAS SO GLAD TO SEE YOU HOME --YOU'RE HOME SO RARELY --AND I GET SO LONELY...

OH, *DAD!* YOU'RE *HOME!* YOU'RE *HOME!*

HELLO, THOMAS! HOW'S MY LITTLE MAN TODAY? WHAT IS THAT YOU'RE HOLDING?

IT'S A MAGAZINE, DAD! I WAS READING IT WHEN I HEARD YOUR CAR ENTER THE DRIVEWAY!

IF ONLY YOU COULD BE HOME MORE OFTEN, DAD--LIKE *OTHER* FATHERS! SOMETIMES, MOMMY AND I MISS YOU SO MUCH--!

I KNOW, SON, BUT I'M *NOT* LIKE OTHER MEN! SOME DAY YOU'LL *REALIZE* THAT-- WHEN I GIVE YOU THIS ENTIRE PLANET FOR A PLAY-THING!

BUT I DON'T *WANT* ANY OL' PLANET! I JUST WANT *YOU!*

I'VE GOT TO CHANGE THE SUBJECT!

WHAT MAGAZINE ARE YOU READING, THOMAS?

THE *FANTASTIC FOUR!* THEY'RE MY FAVORITE HEROES!

BUT NOT FOR LONG, SON! NOT FOR *LONG!*

BUT, BACK TO THE *LEADER* OF THE FABULOUS F. F. ONCE MORE...

THIS IS MY ONLY CHANCE TO ESCAPE! I'VE GOT TO BE *FREE,* SO I CAN GET TO THE BOTTOM OF ALL THIS!

YOU AINT GETTIN' AWAY FROM ME *THAT* EASY, BUB!

YES I AM, BEN--UNLESS YOU THINK YOU CAN *FLY!*

BEN! WAIT! DON'T!!

ALRIGHT, SO I *AIN'T* A BLAMED HUMAN PARAKEET-- BUT THERE'S A LITTLE STUNT I BEEN WANTIN' TO TRY--AND THIS IS AS GOOD A TIME AS *ANY!*

WHEEEE! IT *WORKS!* I CAN KEEP BREAKIN' MY FALL BY BOUNCIN' FROM WALL TO WALL AS I DROP-- BUT I WOULDN'T RECOMMEND IT FOR A STEADY DIET!

HEADS UP, SKRULL!! HERE I *COME!*

MEANWHILE...

I WAS *AFRAID* OF THAT! DR. DOOM'S ROBOT IS STILL SEARCHING FOR ME!

SUE CAN'T HAVE GOTTEN FAR! SHE MUST BE AROUND HERE SOMEWHERE!

TAXI

I'D BETTER REMAIN INVISIBLE TILL I FIND REED!

I'LL GET OUT *HERE,* DRIVER!

OKAY, LADY! I--I-- *AI AI AI!!*

THEN, REACHING THE BAXTER BUILDING ON FOOT, SUE SEES...

BEN--AND REED-- *FIGHTING* EACH OTHER!! HAS THE WHOLE WORLD GONE MAD??

BOYS-- *STOP! LISTEN* TO ME!! I NEED YOUR *HELP!* DON'T YOU *HEAR* ME??

I CAN'T STOP *NOW,* SUSIE! I SORTA GOT MY *HANDS* FULL, IF YA KNOW WHAT I MEAN!

SUE! REMAIN INVISIBLE! I SUSPECT THAT WE'RE *ALL* IN GRAVE DANGER!

BUT, THE STARTLED GIRL GIVES UP THE SHELTER OF HER *OWN* INVISIBILITY TO PROTECT THE MAN SHE LOVES!*

BEN! PUT THAT *DOWN!* YOU MUSTN'T INJURE REED--!!

THERE SHE IS!

HEY! WHAT'S STOPPIN' ME FROM FINISHIN' THAT CREEP OFF??!

WHAT'S THE *TORCH* TRYING TO DO?? *SUE-- DUCK!! QUICK!*

*IN ORDER TO TRANSFER HER INVISIBLE FORCE FIELD ELSEWHERE, SUE HERSELF MUST BECOME VISIBLE-- *STAN.*

RELAX, REED! I WASN'T GONNA *HIT* HER! I JUST WANT HER TO STAY PUT *LONG* ENOUGH TO TELL ME WHY SHE THINKS I'M NOT REALLY THE TORCH!

REED, BE *CAREFUL!* HE *ISN'T* THE TORCH! HE'S ONE OF DR. DOOM'S *ROBOTS!*

WHAT'S *HAPPENING* TO US?? BEN CALLS *ME* A *SKRULL!! YOU* SAY THAT JOHNNY IS REALLY A *ROBOT!* ARE WE ALL *CRACKING UP??*

WE'VE GOT TO FIND OUT WHO'S *RESPONSIBLE* FOR ALL THIS-- AND *WHY!!*

SO FAR GIDEON'S PLAN IS LETTER-- PERFECT! NOW I'LL JUST LAY THIS CONCUSSION GUN HERE WHERE IT WILL BE FOUND....!

OH *NO!! REED!* BEN JUST TOLD JOHNNY TO *ATTACK* YOU!

GO *GET* THE CRUMMY SKRULL, KID!

STAY *BACK,* JOHNNY! DON'T BE A *FOOL!!*

NO, JOHNNY-- *NO!!*

GANGWAY!

AND THERE, MENACED BY HIS OWN PARTNERS-- WITH ONLY A SPLIT-SECOND TO ACT-- THE VALIANT LEADER OF THE F.F. SEIZES THE STRANGE GUN WHICH LIES SO CONVENIENTLY NEAR AT HAND, AND *FIRES*-- AIMING *BETWEEN* HIS TWO ATTACKERS, IN THE HOPE OF FORCING THEM BACK!

WHATEVER THIS WEAPON IS, PERHAPS IT WILL MAKE THEM STOP! I NEED MORE TIME!

TIME TO THINK --TO PUZZLE THIS OUT!

MY OWN *BROTHER*, TEAMED UP WITH BEN-- FIGHTING *US*! HOW DID IT *HAPPEN*??

HEADS UP, BEN! HE JUST *FIRED* SOME-THING AT US!

IZZAT SO? *BOY*! YOU'RE GETTIN' TO BE A REGULAR HUNTLEY AND BRINKLEY!

EXACTLY ONE MICRO-SECOND LATER, THE LETHAL CARTRIDGE *EXPLODES* WITH THE FORCE OF A BATTLE GRENADE, STUNNING ALL FOUR OF THE COLORFUL COMBO!

...WHILE GIDEON AND HIS AIDES WITNESS THE SCENE RELAYED TO THEM BY PREVIOUSLY-PREPARED PORTABLE TV MINI-CAMERAS!

WE *DID* IT, SIR! IT *WORKED*! YOU *BEAT* THEM!

SILENCE, YOU BRAINLESS BUMB-LING INCOMPETENT!

THEY ARE MERELY *STUNNED*! THEY WILL RISE TO FIGHT *AGAIN*! MY VICTORY MUST BE *COMPLETE*-- *DECISIVE*! I MUST RENDER THEM TOTALLY HELPLESS!

SET THE STAGE FOR *PLAN FOUR*! THE MATTER SHALL BE ENDED RIGHT WITHIN THEIR OWN HEAD-QUARTERS! I'LL DEFEAT THEM THE *HARDEST* WAY!

I'LL SHOW VANVROOT, TAMIROFF, AND FAVOR-SHAM THAT MY MONEY CAN ACHIEVE *ANYTHING* FOR ME! I'LL SHOW THEM THAT *NO* TASK IS BEYOND MY POWER! NOW *GO*!

AND REMEMBER-- NO SLIP-UPS! THE FANTASTIC FOUR MUST BE *SMASHED* BY NIGHTFALL!

FATHER-- TRYING TO DESTROY THE FANTASTIC FOUR! OH *NO*! IT CAN'T BE! HE *MUSTN'T*!! NOT *THEM*!

THIS PLAN HAS COST ME *MILLIONS!* BUT THE MONEY MEANS *NOTHING!* I CAN *EARN* THAT MUCH IN A *DAY!* ONCE I'VE WON, I'LL TAKE OVER THE THREE REMAINING FINANCIAL EMPIRES ON EARTH! I'LL CONTROL THE WHOLE PLANET! THE WORLD WILL BE MINE! DO YOU HEAR--?? *MINE!* *MINE!*

NO! NOTHING MUST HAPPEN TO THE FANTASTIC FOUR! THEY'RE TOO GOOD! THEY'VE DONE TOO MUCH FOR THE WORLD! *NO ONE* MUST DESTROY THEM--NOT EVEN MY *FATHER!*

BUT WHY DO I *CALL* HIM THAT? HE'S MY FATHER IN *NAME* ONLY! HE DOESN'T CARE FOR ME--OR FOR MOTHER! ALL HE WANTS IS *POWER!* HE'LL *NEVER* HAVE ENOUGH TO SATISFY HIM!

THOMAS! I DIDN'T KNOW *YOU* WERE THERE!

WAIT! I WANT TO *TALK* TO YOU! *WAIT,* I SAID!

TOM!

BLAST IT! WHERE IS THE BOY *GOING??* HOW MUCH DID HE OVERHEAR??

GREGORY! WHAT *IS* IT? WHAT IS *HAPPENING?* WHY DID TOM RUN AWAY LIKE THAT??

I'VE NO TIME FOR YOUR ETERNAL *QUESTIONS* NOW! WE'LL DISCUSS IT *LATER!*

BUT, IT'S *ALWAYS* "LATER"! WHY HAVE WE BECOME SUCH STRANGERS TO EACH OTHER? WHAT HAPPENED TO THE GREGORY GIDEON I LOVED--THE MAN I MARRIED?

WILL YOU STOP THAT INCESSANT PRATTLING??! CAN'T YOU SEE I HAVE A MORE PRESSING PROBLEM TO ATTEND TO??

GIDEON--IS IT OUR *SON??* HAVE YOU--HAVE YOU PLACED HIM IN ANY *DANGER?*

AND SO, THE HUMAN PAWNS IN DESTINY'S CHESS GAME OF LIFE RUSH CLOSER TO THE FATEFUL ENDING OF THE GAME!

IT'S LUCKY I WAS THE FIRST TO RECOVER FROM THE EXPLOSION! I'VE GOT TO RUSH SUE TO HEADQUARTERS! WHATEVER HAPPENS NEXT, THE ODDS WILL BE IN *MY* FAVOR THERE!

C'MON, JUNIOR--*WAKE UP!* THAT BLASTED *SKRULL* IS RUNNIN' OFF WITH *SUE!*

DON'T WORRY--WE'LL CATCH UP WITH 'EM! ANYWAY, HE'S IN FOR A SURPRISE! SUE IS UNDER THE *PUPPET MASTER'S* CONTROL NOW!

REED, TELL ME--WHY ARE JOHNNY AND BEN *FIGHTING* US?? WHAT HAVE WE *DONE*?

NOTHING, DARLING! THERE'S MORE TO THIS THAN MEETS THE EYE! SOME MASTER PLANNER HAS SPENT A *FORTUNE* TO CONVINCE THEM THAT *I'M* A SKRULL, AND *YOU* ARE TAKING ORDERS FROM THE PUPPET MASTER!

OKAY, BEN! MOVE BACK WHILE I FLAME ON AND--OHHHH--THAT EXPLOSION WEAKENED ME MORE THAN I *THOUGHT!* I-I CAN HARDLY EVEN *STAND!*

THIS IS A *HECKUVA* TIME FOR YOU TO BUG OUT! AT THE SPEED THEY'RE GOIN', *I* SURE AS BLAZES CAN'T *CATCH* 'EM!

C'MON, KID! WHAT'S THE BIG DEAL! A FRESHMAN *CUB SCOUT* COULD START A FIRE FASTER WITH A COUPLE OF *TWIGS!*

I-I'M *TRYING*, BEN--HONEST! I-I DON'T WANNA *FAIL* YOU! BUT--EVERYTHING'S SPINNING AROUND--GETTIN' DIZZY--

HEY--TORCHY! AW, FOR GOSH SAKE! I OUGHTTA HAVE MY FAT HEAD EXAMINED FOR MAKIN' THE KID *STRAIN* HIMSELF THAT WAY!

I DIDN'T KNOW YOU WERE SO *BUSHED*, LITTLE PARTNER! DON'T WORRY, OL' BENJAMIN WILL CARRY THE BALL FROM NOW ON! YOU JUST TAKE IT EASY, PAL!

BUT, NONE OF THE VALIANT QUARTET HAVE REASON TO SUSPECT THAT GIDEON'S MOST DANGEROUS TRAP IS WAITING FOR THEM RIGHT AT THEIR OWN HEADQUARTERS!

THAT *DOES* IT, BERNIE! NOW LAY THE CAMOFLAUGE CARPET *OVER* IT!

AGENT R CALLING MR. G! PLAN IS TWO MINUTES AWAY FROM FRUITION! WE'RE GIVING IT ONE FINAL CHECK! OVER AND OUT!

EVERYTHING IS IN PERFECT WORKING ORDER! IT *SHOULD* BE! THIS ELECTRONIC *TIME DISPLACER*, MODELLED AFTER THE ONE WHICH *DR. DOOM* WAS REPORTED TO HAVE INVENTED, COST MR. GIDEON OVER THIRTY MILLION DOLLARS!

IT'S GIDEON'S WAY OF *DEFEATING* THE F.F. WITHOUT ACTUALLY *INJURING* THEM!

ONCE THEY SET FOOT ON THAT ELECTRONICALLY-WIRED FLOORING, THEY'LL BE INSTANTLY TRANSPORTED TO SOME OTHER TIME, IN THE *PAST*-- WHERE THEY'LL BE TRAPPED FOREVER!

ONLY A MAN WITH GIDEON'S UNLIMITED RESOURCES COULD HAVE CARRIED OUT SUCH AN ELABORATE, INCALCULABLY EXPENSIVE PLAN! THE F.F. HAVEN'T A *CHANCE!*

WHILE, BACK AT THE MULTI-MILLION DOLLAR ESTATE OF GREGORY HUNGERFORD GIDEON--

ONCE I GIVE THE FINAL ORDERS OVER THE PHONE, *NOTHING* WILL BE ABLE TO SAVE THE FANTASTIC FOUR!

RRRRRRRING

GREGORY-- I KNOW YOU DON'T WANT ME TO INTERFERE-- BUT WHAT ABOUT OUR *SON*?? WHERE HAS HE *RUN* TO?? WHERE *IS* HE??

I'LL WORRY ABOUT *THAT* AFTER THIS LAST BIT OF BUSINESS IS COMPLETE! AFTER ALL, IT WON'T BE DIFFICULT FOR A MAN WHO CONTROLS ALL THE WEALTH OF THE EARTH TO FIND ONE TEEN-AGE BOY!

ALL THE WEALTH OF THE EARTH?? YOU MEAN-- WITH ALL THE MONEY YOU *HAVE*-- YOU STILL WANT *MORE*?? WHY, GIDEON-- *WHY*???

BECAUSE IT IS THE ONLY VICTORY I HAVEN'T YET WON! IT IS THE SUPREME ACHIEVEMENT ANY HUMAN CAN ATTAIN! AND *I* MUST BE THE ONE TO ATTAIN IT!

THEN ALL THE NEWSPAPERS-- THE REPORTERS-- EVEN THE PEOPLE IN THE STREET --THEY'RE *RIGHT*! YOU *ARE* DRUNK WITH POWER!

BAH! DOES THE MOST POWERFUL MAN IN THE WORLD CARE WHAT THE COMMON PEOPLE SAY?? I CAN BUY AND SELL *ANY* OF THEM! I CAN CONTROL THEIR DESTINIES! DON'T YOU SEE?? MY WEALTH CAN ACCOMPLISH ANYTHING-- *ANYTHING*!

AND, EVEN AS THE FANATICAL BILLIONAIRE SPEAKS, ONE OF HIS LUXURIOUS ROLLS-ROYCES SPEEDS TOWARDS THE F.F. HEADQUARTERS...

THAT'S THE BAXTER BUILDING, JUST AHEAD! HURRY, JUDSON! *HURRY*!

YES, MASTER THOMAS!

THEN, AS THE FRANTIC BOY RUNS FROM THE CAR...

MR. RICHARDS! WAIT! DON'T GO IN THERE! YOU MUSTN'T--!

BAXTER BU

GET BACK, SON! THERE MAY BE DANGER HERE!

HE DOESN'T BELIEVE ME! HOW CAN I CONVINCE HIM???

HURRY, REED! HERE COME BEN AND JOHNNY!

LOOKS LIKE MY FLAME CAME BACK JUST IN TIME, BEN! THERE THEY ARE NOW!

THAT'S JUST WHAT WE'RE TRYIN' TO DO, KID!

THE THING! MAYBE YOU'LL BELIEVE ME! YOU'VE GOT TO STOP THEM!

MY FLAME HASN'T REACHED FULL POWER YET! HE'S STILL ABLE TO DODGE ME!

JUST A LITTLE FURTHER AND WE'LL BE SAFE!

NO! NO! DON'T YOU GO UP THERE TOO! IT'S A TRAP! THEY MUSTN'T CATCH YOU ALL!

LOOK, KID, WRITE ME A LETTER, HUH? I GOT THINGS TO DO NOW!

WHY WON'T YOU LISTEN?? WHY WON'T ANYONE BELIEVE??

SAY, SLOW DOWN, SONNY! YOU'LL FALL AND HURT YOURSELF!

KIDS! ALWAYS RUSHING NOWHERE!

MAYBE I CAN HEAD THEM OFF BY TAKING THE ELEVATOR!

DAD OWNS THE BUILDING! THEY'LL LET ME UP IF THEY RECOGNIZE ME!

AND, UPSTAIRS...

SOMEONE'S COMING! GET READY!

I'VE BEEN READY FOR HOURS! ALL I NEED DO IS THROW THIS SWITCH-- AND PFFFTT!

THERE'S THE *SIGNAL!* SOMEONE'S ON THE ELECTRONIC FLOORING! *NOW!*

WHICHEVER ONE OF THEM IT *IS*, HE'LL NEVER BE SEEN AGAIN! HERE *GOES--!*

AND, AS SOON AS YOUNG THOMAS GIDEON STEPS OUT OF THE ELEVATOR...

WHAT'S *HAPPENING* TO ME??

HELP!

BUT, BEFORE THE BOY CAN COMPLETELY FADE AWAY, A MIGHTY FIGURE CRASHES THRU THE OUTER WALL AND GRABS HIM...

DID I HEAR SOMEONE YELL *HELP??*

HANG ON, SONNY BOY! THAT'S MY *MIDDLE NAME!*

OH, *NO!* I SHOULDN'T HAVE *YELLED!* YOU SHOULDN'T HAVE TRIED TO HELP ME! NOW, *YOU'LL* BE SENT INTO THE PAST, *ALSO!*

HUH? HEY! WHAT IN BLUE BLAZES IS GOIN' *ON* HERE??!

HOWEVER, JUST AS THE TWO STARTLED VICTIMS FADE FROM SIGHT, TWO POWERFUL, PLIABLE ARMS LASH OUT IN THE CONTROL ROOM...

I DON'T KNOW WHAT THEY'RE *UP* TO, BUT IT *CAN'T* BE ANYTHING *GOOD!*

TAKE YOUR HANDS OFF THAT MACHINE!

IT'S *MR. FANTASTIC!* BUT, IF HE'S *HERE*, THEN *WHO--???*

WE BETTER NOT TAKE ANY CHANCES! IF GIDEON'S TRAP *FAILS*, HE'LL SEE TO IT THAT WE NEVER GET A JOB ANYWHERE AGAIN!

IT'S SOME SORT OF *TIME DISPLACER!* I'VE GOT TO SHUT IT *OFF!* BUT, WHAT DOES IT MEAN?? AND HOW DID THEY GET *IN* HERE, PAST MY ALARM DEVICES??

THERE'S JUST TIME TO THROW MY INVISIBLE FORCE FIELD BETWEEN REED AND THAT *GUN!*

BYANNG!

CRACK!

HOLD IT, NEIGHBOR! YOU'RE NOT SHOOTIN' THAT GUY TILL I GET HIM TO TELL WHERE THE *REAL* REED RICHARDS IS!

THE *REAL* REED RICHARDS??!!

NOW *TAKE OFF*, ALL OF YOU! THE F.F. HEADQUARTERS ISN'T A SIGHT-SEEING GALLERY! I SAID *MOVE!*

BOY, IT FEELS *GREAT* TO HAVE MY *FLAME* BACK AT FULL STRENGTH AGAIN! I FEEL AS THOUGH I CAN DO *ANYTHING!*

BUT, AS THE STAMPEDING HIRELINGS RACE INTO THE ELEVATOR...

OUT OF MY WAY, YOU CRINGING, CRAVEN COWARDS! I'LL SETTLE WITH *YOU* LATER!

YOU'VE TAKEN MY *SON* FROM ME! I SAW IT ALL ON THE TV TRANSCEIVER! *MY SON IS GONE!*

RICHARDS! I'M GREGORY GIDEON! I'LL PAY YOU *ANYTHING* TO GET MY SON BACK! THERE *MUST* BE A WAY! YOU MUST *FIND* A WAY!

GIDEON! THE COLD-HEARTED BILLIONAIRE FINANCIER! *YOU* MUST BE THE ONE BEHIND ALL THIS! ONLY *YOU* COULD *AFFORD* IT!

I MUST HAVE BEEN *MAD!* I REALIZE NOW THAT THE PRIZE DOESN'T MATTER! *NOTHING* MATTERS IF I'VE LOST MY BOY!

YOU TRIED TO TRAP US IN THAT TIME MACHINE--BUT YOUR *SON* STUMBLED INTO IT INSTEAD! *NOW* I SEE HOW YOUR MEN GOT *IN* HERE! YOU CONTROL THE ELECTRIC COMPANY! ONLY *YOU* COULD HAVE ORDERED THE CURRENT TURNED OFF LONG ENOUGH TO BYPASS MY ALARMS!

THEN, SUDDENLY, UNEXPECTEDLY...

YA CAN STOP BLUBBERIN' NOW, MONEYBAGS! ON ACCOUNTA REED TURNIN' OFF THE POWER WHEN HE DID, WE WERE TOSSED BACK TO THE PRESENT BY THE MACHINE'S ACCIDENTAL *RECOIL!*

YES, GREGORY --HE'S SAFE! NO THANKS TO *YOU!*

YOUR WIFE TOLD US THE WHOLE STORY, GIDEON! THAT WAS A MIGHTY UNFRIENDLY LITTLE TRAP YOU SET FOR US, MISTER!

TOMMY! MY BOY! YOU'RE *SAFE!*

AND THEN, AFTER ALL HAS BEEN EXPLAINED...

I WAS TOO BLIND TO SEE THAT I ALREADY *HAD* THE WHOLE WORLD! I HAD MY SON--MY WIFE--THE ONLY TWO THINGS THAT *REALLY* MATTER--BUT MY VANITY, MY STUPID GREED, MADE ME WANT MORE AND MORE, UNTIL NOW--I'VE LOST *EVERYTHING!*

AWW, CUT IT OUT, CURLY, OR THERE WON'T BE A DRY EYE LEFT IN THE JOINT!

MY HUSBAND HAS DONE WRONG--AND MUST BE PUNISHED! BUT I AM *STILL* HIS WIFE! WHATEVER HAPPENS, I SHALL NOT DESERT HIM! I SHALL *ALWAYS* BE MRS. GREGORY H. GIDEON!

YOU POOR DEAR...

LUCKILY, NO ONE HAS BEEN INJURED --EXCEPT FOR YOUR HUSBAND!

YEAH, AND A GUY WITH *HIS* DOUGH CAN REPAIR ANY DAMAGE HE MIGHTA DID BY TAKIN' A FEW MILLION BUCKS OUTTA HIS PETTY CASH DRAWER!

NO! I'LL DO FAR *MORE* THAN THAT! FROM THIS MOMENT ON, I *RENOUNCE* MY FORTUNE! I ABDICATE MY FINANCIAL EMPIRE! ALL MY WORLD-WIDE HOLDINGS, ALL MY INCALCULABLE WEALTH SHALL BE GIVEN TO *CHARITY!* MONEY MEANS *NOTHING* TO ME ANY MORE! I THANK HEAVEN FOR OPENING MY EYES BEFORE IT WAS TOO LATE!

I STILL POSSESS MY GREATEST TREASURES--HERE IN MY ARMS! AND I'LL DEVOTE THE REST OF MY LIFE TO MAKING AMENDS FOR THE WAY I'VE NEGLECTED THEM!

I WONDER HOW *THAT* CORN-BALL WOULD LOOK IN MY BEATLE WIG?!

YOU HAVE A WONDERFUL WIFE, MR. GIDEON --AND A BRAVE, HONORABLE SON! YOU SHOULD BE TREMENDOUSLY PROUD OF THEM BOTH!

I HAVE NOTHING MORE TO SAY! YOU MAY TELL THE POLICE I SHALL BE WAITING FOR THEM AT HOME--WITH MY *FAMILY!*

OF ALL THE DAD-BLASTED DING-BUSTED CRUMMY LUCK! WE FINALLY NAIL A BIG, BAD VILLAIN DEAD TO RIGHTS, AND I AINT GOT THE HEART TO *CLOBBER* HIM!

OWWW! MY TOE!

WHUMP!

AND, A SHORT TIME LATER...

SEE YA LATER, BENJY BOY! WE'RE GOIN' OUT TO CELEBRATE THE FACT THAT EVERYTHING'S BACK TO NORMAL AGAIN!

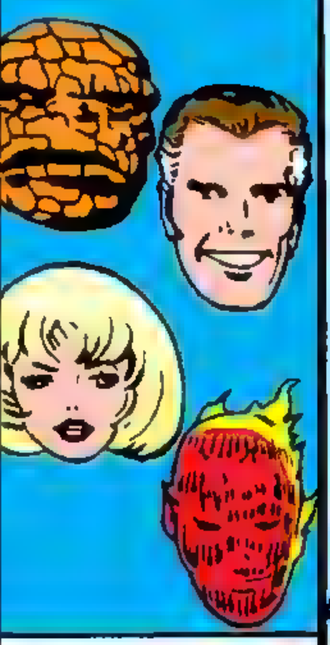
TOO BAD YOU CAN'T JOIN US, OLD FRIEND!

OKAY, BUT REMEMBER--IF YOU *TELL* ANYONE THAT I COULDN'T GO *WITH* YA 'CAUSE I SPRAINED MY LITTLE *PINKY TOE,* I'LL MOP UP THE PLACE WITH YA!

THE END

AND THERE YOU *HAVE* IT! OUR FIRST STORY IN A DOG'S AGE WITHOUT A COSTUMED SUPER-VILLAIN! BE SURE TO TELL US WHAT YOU THOUGHT OF GIDEON, AND BE WITH US *NEXT* ISH WHEN A PERSONAL PROBLEM THREATENS TO--AW, BUT YOU'LL SEE FOR YOURSELF! SO, TILL THEN, *FLAME OFF* AND KEEP SMILIN'!

A MARVEL MASTERWORK PIN-UP



MARVEL COMICS GROUP 12¢

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

35 FEB

IND.

WOW! HAVE WE GOT A TREAT FOR YOU!

"CALAMITY ON THE CAMPUS!"

'NUFF SAID!

THE FABULOUS FANTASTIC FOUR RUN INTO:

"CALAMITY ON THE CAMPUS!"

INTRODUCING: THE SINISTER SURPRISE OF THE YEAR: DRAGON MAN!

PLUS: A GREAT GUEST-VILLAIN FROM OUT OF THE PERILOUS PAST!!

IT'S A BIG DAY FOR STATE U. WHEN REED RICHARDS, ITS MOST BRILLIANT ALUMNUS, ARRIVES TO DELIVER A LECTURE, BRINGING HIS FELLOW F.F. MEMBERS WITH HIM!

IF YOU'VE NOTHING BETTER TO DO RIGHT NOW, WHAT SAY WE JOIN 'EM?

IT'S EVERY BIT AS LOVELY AS REED *SAID* IT WOULD BE!

REED'S A GREAT GUY 'N ALL THAT, BUT I HOPE I CAN STAY *AWAKE* DURING HIS LECTURE!

WOW! LOOK HOW MR. FANTASTIC'S *ARM* IS STRETCHING!

YOU LOOK AT *HIM!* I WANNA DIG *SUE STORM* BEFORE SHE TURNS INVISIBLE!

I USTA KNOCK 'EM DEAD WHEN I WAS THE GLAMOR-PANTS OF THE GRIDIRON HERE! *BOY!* WHAT A TACKLE I COULD BE *NOW!*

MY OLD ALMA MATER! IT'S *GREAT* TO BE BACK AGAIN!

WELCOME TO *STATE,* SIR!

SOMEONE CALL THE *DEAN!* ALERT THE PHOTOGS! THE *F.F.* JUST LANDED!

ADEQUATE SCRIPT:	STAN LEE
SATISFACTORY ART:	JACK KIRBY
PASSABLE INKING:	CHIC STONE
SUFFICIENT LETTERING:	ARTIE SIMEK

OKAY, MARVELOPHILES! THIS IS ALL THE INTRODUCTION YOU'RE GONNA GET! WE'VE GOT A LOT OF STORY TO TELL, SO LET'S GET WITH IT! FLIP THE PAGE, AND AWAAAY WE GO...!

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SO YA WANNA HELP WITH OUR *LUGGAGE*, HUH? WELL, NOW AINT THAT *NICE* OF YA! HERE, PAL... HOW'S THIS FOR A STARTER?

HOLY SMOKE! THEY FEEL LIKE THEY'RE FILLED WITH *LEAD WEIGHTS!*

THEY *ARE!* I DON'T AIM TO GET *MUSCLE-BOUND* UP HERE!

MY! SO MANY CHARMING BOYS! DON'T YOU HAVE ANY *GIRLS* HERE AT STATE U.?

AFTER LOOKING AT *YOU*, MISS STORM, WE'RE NOT SO *SURE!*

THE *CHICKS* ARE OVER THERE MOONIN' OVER REED RICHARDS!

WHAT'S *WITH* THOSE KOOKIE COEDS?! I GUESS A *HIGH SCHOOL* KID IS LIKE *NOWHERE* WITH 'EM!

DON'T CROWD, GIRLS! I'LL GIVE *EACH* OF YOU AN AUTOGRAPH!

MMMM! IF IT'S ALL THE SAME TO *YOU*, HANDSOME --WE'D *RATHER* CROWD AROUND!

WELCOME, WELCOME, WELCOME! THIS IS INDEED AN *HONOR*, MY BOY! WE ON THE FACULTY KNOW HOW *BUSY* YOU ALL ARE!

NEVER TOO BUSY TO VISIT AN OLD FRIEND, DEAN MENCKEN! BENJAMIN AND I HAVE SPOKEN OF YOU OFTEN, SIR!

GOOD! GOOD! NOW LET ME SHOW YOU AROUND!

A FEW MINUTES LATER...

OUR STUDENTS CONSIDER IT A GREAT TRIUMPH TO BE QUARTERED IN THE DORM WHICH YOU AND BEN SHARED YEARS AGO!

IF ANYONE ASKS *ME* TO MAKE A SPEECH, I'LL RUN FOR THE HILLS! I'M MORE THE *CLOBBERIN'* TYPE!

BEN AND REED MUSTA REALLY BEEN B.M.O.C. AROUND HERE!*

*FOR ANY OF OUR READERS WHO JUST LANDED FROM MARS, THAT MEANS BIG MAN ON CAMPUS-- STAN.

OH, ARE YOU LEAVING SO SOON, PROFESSOR XAVIER? I THOUGHT YOU MIGHT STAY TO HEAR MISTER RICHARDS' LECTURE!

I'D LIKE TO, DEAN MENCKIN, BUT I HAVE OTHER MATTERS TO ATTEND TO!

I'VE *HEARD* OF PROF. XAVIER! HE RUNS SOME SORT OF PRIVATE SCHOOL IN WEST-CHESTER!

MMMM-- IF SHE WAS ONLY A COUPLE OF YEARS YOUNGER!

THANK YOU FOR ALLOWING ME TO INTERVIEW THE STUDENTS I REQUESTED!

HOW SURPRISED RICHARDS WOULD BE TO KNOW THAT I CAN "*READ*" HIS EVERY THOUGHT!

PERHAPS *YOU* CAN VISIT ME AT *MY* SCHOOL SOME DAY, DEAN MENCKIN! COME, SCOTT-- WE MUST NOT MISS OUR PLANE!

TOO BAD OUR TRIP HERE WAS IN VAIN! THOSE WE TESTED WERE *NOT* TRUE MUTANTS!

PROFESSOR XAVIER IS REPUTED TO BE ONE OF OUR MOST BRILLIANT SCIENTISTS -- AND YET I NEVER SEE ANY PUBLISHED ACCOUNTS OF HIS FINDINGS!

MEBBE *HE* AINT A NUT FOR *PUBLICITY* -- LIKE *SOME* RUBBER-SKINNED GUYS I KNOW!

I'VE HEARD HE SPECIALIZES IN TRAINING GIFTED YOUNGSTERS!

*HOLY COW! REED! BEN! COME A'RUNNIN'!! LOOK WHAT'S SHAKIN' IN *THERE!*

OH! IT'S ONLY SOME KINDA *MODEL!*

*PROFESSOR GILBERT! I'D LIKE A *WORD* WITH YOU!*

I'VE *TOLD* YOU I CANNOT PERMIT YOU TO CARRY ON YOUR OWN PERSONAL EXPERIMENTS UNTIL THE SEMESTER HAS ENDED! NOW KINDLY PUT A *COVER* OVER THAT HIDEOUS THING!

I'M SORRY, DEAN MENCKIN! IT'S JUST THAT -- I'M SO CLOSE TO *COMPLETING* MY EXPERIMENT! I-I WAS *TOO* IMPATIENT....!

WHAT IS THE *NATURE* OF YOUR EXPERIMENT, PROFESSOR?

I'M A BIOLOGIST, SPECIALIZING IN SUPER-POWERED HUMANS! I'M CONSTRUCTING A CREATURE MORE POWERFUL THAN ANYTHING THAT LIVES -- INCLUDING THE *FANTASTIC FOUR* -- FOR THE PURPOSE OF RESEARCH AND ANALYSIS!

THE LAST TIME I HEARD A SPEECH LIKE THAT, *VINCENT PRICE* WAS MAKIN' IT!

THERE'S A STRANGE AURA OF *MENACE* ABOUT THAT CREATURE...

...AS THOUGH IT'S WAITING FOR -- *LIFE!*

BUT NOW, LET'S SWITCH OUR SCENE BRIEFLY, AS WE VISIT A LONELY, MYSTERIOUS FOREST IN FAR-OFF TRANSYLVANIA...

HANS! HANS! COME QUICK! SOMETHING IS HAPPENING....!

I HEARD AN *EXPLOSION* AT THE SLAG HEAP YONDER!

IMPOSSIBLE, WOLFGANG! WE ARE *ALONE* IN THESE WOODS!

BUT I SHALL GO AND LOOK WITH YOU!

SEE? I WAS RIGHT! SOMETHING IS-- RISING FROM BELOW!

WOLFGANG! DO YOU REALIZE WHAT PLACE THIS IS?? DO YOU KNOW WHAT WE HAVE STUMBLED ONTO??

BUT, BEFORE ANOTHER WORD CAN BE SAID...!

THAT EXPLOSION-- IT WAS WORSE THAN THE OTHER! WHAT COULD HAVE BEEN POWERFUL ENOUGH TO-- TO--?!!

QUIET! IT WILL BE WORTH OUR LIVES IF WE ARE DISCOVERED!

THAT WAS NO ORDINARY EXPLOSION! THIS IS THE PLACE WHERE DIABLO DWELT! EVEN NOW-- HE RISES FROM THE DEPTHS...!

I'M FREE AGAIN! AFTER ALL THESE MONTHS, MY POTIONS AND MY HERBS HAVE RELEASED ME FROM CAPTIVITY!

THE FANTASTIC FOUR MADE THE FATAL MISTAKE OF IMPRISONING ME WITH MY MIRACULOUS POWDERS!*

AND NOW, ALL I NEED DO IS TAKE ONE POWERFUL PELLET FROM MY GLOVE, AND DIABLO WILL STRIKE AGAIN!

*AS DESCRIBED IN F.F. #30... -STAN.

WHEN NEXT I APPEAR-- IT SHALL BE IN AMERICA-- TO THE ETERNAL REGRET OF THE ACCURSED COSTUMED QUARTET!

WOLFGANG! DO YOU SEE THAT?? HE VANISHES-- BEFORE OUR VERY EYES!

WHEREVER THE FANTASTIC FOUR MAY BE-- HE WILL FIND THEM! FOR-- HE IS --DIABLO!

AND NOW, BACK TO AMERICA, AND THE HALLOWED HALLS OF IVY AT STATE U.--!

HEY, PROFESSOR GILBERT! DIDJA SEE ANYTHING OF MY EGGHEADED PARD, STRETCHO??

NO! I HAVE SEEN NO ONE! GO AWAY! I'M BUSY!

OKAY! OKAY! BUT IT LOOKS TO ME LIKE YOU COULD USE SOME *HELP* WITH THIS OVERGROWN PAPER-WEIGHT! WHERE DO YA *WANT* 'ER, PROF?

CAREFUL-- FOR THE LOVE OF HEAVEN! THAT ROCK IS A FRAGMENT WHICH FELL FROM *OUTER SPACE*! IT IS VIRTUALLY *PRICELESS*!

I INTEND TO REDUCE IT TO ITS BASIC ATOMIC STRUCTURE, IN AN EFFORT TO DISCOVER THE BASIC *LIFE FORCE* WHICH MAY BE HIDDEN WITHIN!

AW, KNOCK IT OFF, CURLY! I GET *ENUFF* OF THAT KINDA TALK FROM OL' RUBBER-HEAD! WHAT *IS* IT, *CONTAGIOUS* OR SOMETHIN'??

SEE YA AROUND, CHUCKLES! DON'T CALL *ME*-- I'LL CALL *YOU*!

THESE CHICKS CAN'T KID *ME*! THEY'RE *DYIN'* TO MEET ME, BUT THEY FIGURE THEY WOULDN'T HAVE A CHANCE WITH SUCH A CELEBRITY!

HEY! WATCH WHERE YOU'RE *GOIN'*, YA BLAMED--

OH! I MIGHTA *KNOWED* IT WOULD BE *YOU*, HALF-PINT!

HUNDREDS OF *GALS* IN THIS PLACE, AND I HAVETA BUMP INTO *YOU*!

AWW, CUT IT OUT, YA BIG OX, OR I'LL GIVE YA A HOT FOOT WHERE YOU *SIT*!

LOOK, SMALL FRY--DIDN'T REED TELL YA TO BEHAVE LIKE A *GENTLEMAN* HERE EVEN IF IT *KILLS* YA? WHY DON'TCHA IMITATE *ME*, SO THAT YOU'LL *AMOUNT* TO SOMETHIN' SOME DAY?!!

IMITATE *YOU*??! WE'VE GOTTA GET YOU TO A *DOCTOR*, BIG MOUTH! YOU'VE JUST LOST ALL YOUR *MARBLES*!

AWRIGHT, AWRIGHT! ENOUGH WITH THE COMPLIMENTS, JUNIOR! LET'S GO FIND REED!

S.

LOOKA *THAT*, SHORTY! THERE'S ANOTHER MIXED-UP-LOOKIN' HALF-PINT! I'LL BET HE'S WAITIN' FOR SOMEONE TO TAKE HIS PINK LITTLE HANDIE AND LEAD 'IM *OUTA* HERE!

UH OH! THERE'S THE *THING*, AND THAT SWELL-HEADED *TORCH*! MAYBE THEY WON'T NOTICE ME IF I WALK RIGHT BY...!

HEY! I KNOW WHO THAT IS! IT'S *PETER PARKER*-- THE GUY DORRIE TRIED TO GET FRIENDLY WITH TILL I PUT THE KIBOSH ON HIM!*

*AS RELATED IN *SPIDER-MAN* #21-STAN.

I WONDER IF *HE'S* PLANNING TO ENROLL AT STATE U. WHEN HE FINISHES HIGH SCHOOL?? IF HE DOES, HE BETTER STAY OUTTA *MY* WAY WHILE HE'S HERE!

SAY, SONNY--DIDJA SEE ANY-THING OF A TALL DRINK OF WATER WHO LOOKS LIKE HIS IDEA OF A LOTTA FUN WOULD BE TO GET SHIPWRECKED ON A DESERT ISLAND WITH A *SLIDE RULE*!

IF YOU MEAN *REED RICHARDS*, I NOTICED HIM ON THE FOOT-BALL FIELD GIVING A DEMONSTRATION!

BY THE WAY, PARKER, WHAT ARE *YOU* DOING HERE? I'M NOT GIVING OUT AUTOGRAPHS TODAY!

YOU COULDN'T *PAY* ME TO TAKE ONE OF *YOURS*, BIRD-BRAIN! I CAME TO SEE ABOUT ENROLLING FOR NEXT YEAR--BUT IF *YOU'RE* GONNA BE HERE-- *FORGET IT!*

HEY--*I'M* THE ONLY ONE WHO CAN TALK TO TORCHY LIKE THAT!

RELAX, BEN! IT MAKES HIM FEEL LIKE A BIG MAN, BECAUSE HE KNOWS I WOULDN'T FIGHT WITH A NOBODY LIKE HIM!

SOME DAY YOU'RE GONNA FIND OUT WHO THIS "NOBODY" REALLY *IS*, SON--AND YOU'LL *KNOW* IT!

A FEW MINUTES LATER...

MAN! IF WE EVER COULD HAVE AN END LIKE *MR. FANTASTIC* ON OUR TEAM, WE WOULDN'T *NEED* THE OTHER TEN MEN!

WHAT A GUY! HE CAN SNAG IT NO MATTER *WHERE* I TOSS IT!

BENJAMIN! I'VE BEEN *WAITING* FOR YOU! C'MON, BOY--CATCH THIS! SHOW THEM SOME OF THE OL' RAZZAMATAZZ, BIG FELLA!

I HEAR YA *TALKIN'*, CHUM! JUST MAKE THEM BIG, STRONG HEROES PROMISE THEY WON'T GET TOO *ROUGH* WITH DELICATE LITTLE *ME!*

WOW! IT'S THE EVER-LOVIN' *THING!*

HE WAS THE BEST FOUR-LETTER MAN STATE EVER HAD!

LET'S SEE HOW GOOD HE IS *NOW!*

WE *GOT* HIM! WE BROUGHT DOWN THE *THING!* THIS'LL PUT US ON THE *MAP!*

STOP *GLOATIN'* AND BEAR DOWN! HE'S TRYING TO SHAKE US *OFF!*

NAW! I WOULDN'T *DREAM* OF SHAKIN' YOU CUTIE-PIES OFF! I'LL JUST CARRY YA OUTA THE HOT SUN INTA THE SHADE!

H-HE'S LIFTIN' THE WHOLE BLAMED *TEAM* --LIKE WE'RE *FEATHERS!*

IT'S NOT *FAIR!* THEY DON'T HAVE A *CHANCE* AGAINST BEN!

BUT *I'LL* EVEN THE ODDS BY PUTTING AN *INVISIBLE WALL* IN FRONT OF HIM!

BOING!

WHO'S THE WISE-GUY??

WHO'S THE WISE-GUY??!!

OH DEAR! I DIDN'T THINK HE'D HIT IT SO *HARD!*

S'MATTER, ROCK-HEAD?? CAN'TCHA EVEN HANDLE ONE MEASLY FOOTBALL TEAM WITHOUT TRIPPIN' OVER THOSE BIG GUNBOATS OF YOURS??

I HAVE A FEELING THAT I'D BETTER TURN *INVIS-IBLE* FOR A WHILE, UNTIL BEN GETS HOLD OF HIS TEMPER! HE'S SURE TO SUSPECT THAT MY UNSEEN FORCE FIELD WAS WHAT THREW HIM!

BUT, THEN...

THAT MAN-- SPEEDING BY IN THAT HARD-TOP-- WHY DID HE LOOK *FAMILIAR??*

WHY DOES MY WOMAN'S INTUITION MAKE ME *SHUDDER* AT THE SIGHT OF HIM??

IF ONLY I COULD HAVE GOTTEN A CLOSER LOOK AT HIM!

HE'S HEADING FOR THE SCIENCE LAB! I'VE JUST **GOT** TO FOLLOW, AND LEARN WHO HE **IS**!

THE ONE I SEEK IS IN THE BUILDING DIRECTLY AHEAD OF ME!

BUT SUDDENLY, ANOTHER CAR DARTS OUT FROM A SIDE ROAD, AND...

WHY DON'T YOU LOOK WHERE YOU'RE--

OH! I FORGOT-- I'M ***INVISIBLE***! THEY COULDN'T **SEE** ME! I'M LUCKY I WASN'T RUN OVER!

HERE'S HIS CAR! BUT, DUE TO THE INTERRUPTION I JUST HAD, I DIDN'T SEE WHERE HE **WENT** WHEN HE LEFT IT! I'VE **LOST** HIM!

I MIGHT AS WELL TURN VISIBLE AGAIN, AND--

OH **DEAR**! WHAT'S THE **MATTER** WITH ME?? I'M GETTING SO **CARELESS** LATELY!

WHILE, NOT FAR AWAY, IN THE LABORATORY OF PROFESSOR GILBERT...

I HAVE JOURNEYED A LONG WAY TO SEE YOU, PROFESSOR!

I DON'T **KNOW** YOU! WHO **ARE** YOU? WHAT DO YOU **WANT**?

MY NAME IS--- **DIABLO**! AND, LIKE YOU, I AM A SCIENTIST-- A SEEKER OF **KNOWLEDGE**!

I HAVE LEARNED OF YOUR LIFELESS CREATURE--AND THE POWERS IT WOULD POSSESS IF IT **LIVED**!

HOW **COULD** YOU KNOW? I HAVEN'T PUBLICIZED IT!

I HAVE MY METHODS! BUT NOW--LOOK AT **THIS**! IT IS WHAT YOU **NEED**!

WHA--WHAT **IS** IT??

IT IS A POTION OF MY OWN CREATION--IT HAS THE POWER TO GIVE *LIFE* TO AN INANIMATE OBJECT!

YOU MUST BE *MAD!* *NOTHING* CAN BREATHE LIFE INTO THIS CREATURE WHICH I HAVE MODELED!

HOLD YOUR TONGUE! YOU CANNOT COMPREHEND TO WHOM YOU ARE *SPEAKING!* NOW *REMOVE* THAT SHEET!

HIS TONE OF VOICE--THE TONE OF ONE WHO IS USED TO INSTANT OBEDIENCE! THIS IS NO SIMPLE CRACKPOT VISITOR--I-I CANNOT REFUSE HIM--!!

I'LL SHOW YOU MY "CREATURE"--BUT *NOTHING* CAN GIVE IT LIFE! I CALL IT--

--MY *DRAGON MAN!!*

IT COMBINES THE GREATEST POWERS I COULD GIVE AN ARTIFICIAL CREATION! A MIGHTY TAIL--BUILT-IN HEAT REACTORS WHICH EMIT FLAME AT THE TOUCH OF A BUTTON--WINGS WHICH--

ENOUGH! SPARE ME THE DETAILS! ONE LOOK IS ALL I NEED! HE SHALL SERVE MY PURPOSES ADMIRABLY!

NOW, YOU MUST OBEY ME IMPLICITLY, AND I SHALL SHOW YOU WONDERS BEYOND YOUR WILDEST DREAMS!!

AND, AT THAT VERY MOMENT, REED RICHARDS PREPARES TO LECTURE TO A CAPACITY CROWD OF EAGER STUDENTS...

AND NOW, HONORED GUESTS, MEMBERS OF THE FACULTY, AND STUDENTS--

--THE MOMENT WE HAVE BEEN WAITING FOR HAS ARRIVED! AND SO, WITHOUT ANY FURTHER ADO--

YEESH!! AS MY DEAR OL' AUNT PETUNIA USED TO SAY, THE ONLY WORSE THAN SPEECHES IS *MORE* SPEECHES!

NOBODY'LL MISS ME IF I GET LOST FOR A WHILE! I'LL DUCK IN HERE AND GRAB SOME SHUT-EYE TILL-- *HEY!*

WHAT'S GOIN' *ON* IN THERE? IT SOUNDS LIKE SOMEONE USIN' A HOME-MADE, DO-IT-YOURSELF *ATOM SPLITTER!!*

AND, WITHIN THE LAB OF PROFESSOR GILBERT...

IT'S *UNBELIEVABLE!!* I CAN'T BELIEVE MY EYES! YOUR POTIONS ACTUALLY SEEM TO BE BREATHING *LIFE* INTO MY DRAGON MAN!

BAH! THAT IS *NOTHING*, COMPARED TO THE WONDERS YOU ARE *ABOUT* TO SEE!

BUT, BEFORE THE DREADED ARCH-VILLAIN CAN UTTER ANOTHER WORD, FIVE HUNDRED POUNDS OF SAVAGE, ORANGE-SKINNED, FIGHTING FURY COME HURTLING TOWARDS HIM...!

HOLY COW--!!! IT'S--*DIABLO!!*

YOU MUST BE THE ONE SUE SAW SPEEDIN' BY HER IN THE CAR!

THE *THING!* SO! WE MEET *AGAIN!*

BUT, *THIS* TIME OUR MEETING WILL BE A *BRIEF* ONE!

SEIZE HIM, MY PET!

NOW WHAT??

TURNING SLOWLY, THE INCREDULOUS *THING* SEES THAT PROFESSOR GILBERT'S *DRAGON MAN* HAS MIRACULOUSLY COME TO *LIFE!* AND THEN...

HEY! THIS AINT NO BLAMED SUPER-ROBOT!! WHATEVER IN SAM HILL IT *IS* --IT'S *ALIVE!*

HOW?? *HOW* DID YOU *DO* IT, DIABLO??

I *TOLD* YOU-- MY POTIONS ARE INFALLIBLE! I CAN DO *ANYTHING!*

THWAK!

LEGGO, YA BLASTED FREAK! KEEP YOUR DISHPAN HANDS TO YOURSELF!

HEY! WHAT *GIVES??* WHEN I *CLOBBER* SOMEONE, HE'S SUPPOSED TO *STAY* CLOBBERED!

BUT *THIS* TIME YOU ARE BATTLING ONE WHOSE POWER FAR EXCEEDS *YOURS!*

SEE HOW EFFORT-LESSLY YOUR *DRAGON MAN* HURLS THE *THING* THRU THAT WINDOW, PROFESSOR? SEE THE *STRENGTH* OF MY POTIONS!!

BUT-- THIS IS *TERRIBLE!* I CREATED HIM FOR *STUDY*-- FOR *RESEARCH!!* NOT FOR *THIS!* HOW CAN WE *CONTROL* HIM NOW?? WHAT *DAMAGE* WILL HE DO??

ONLY WHAT I *ORDER* HIM TO DO! SO LONG AS MY POTION GIVES HIM LIFE, *MY* WILL IS *HIS* WILL!

FOR *THIS* I HADDA COME TO *COLLEGE??*

WHERE ARE MY *OTHER* PANTIN' PARTNERS WHEN I NEED 'EM THE MOST? BOY! YA CAN NEVER FIND A SUPER-HERO WHEN YA *NEED* ONE!!

HEADS UP, TREE! THIS'LL ONLY HURT A MINUTE!!

NOW *GO,* DRAGON MAN!! SEEK OUT THE FANTASTIC FOUR! LET NOTHING STAND IN YOUR WAY! *DESTROY THEM!*

NO, DIABLO --*NO!!* YOU *MUSTN'T!!* THIS IS *MADNESS!!*

SILENCE, YOU WHIMPERING FOOL! YOU HAVE *SERVED* YOUR PURPOSE! I AM *DONE* WITH YOU!

SEE HOW MY AWESOME POTION HAS GIVEN HIM THE POWER TO USE THE *WINGS* WHICH YOU CREATED FOR HIM! IN THE PAST, MY POTIONS WERE IMPERFECT--BUT NOW, I HAVE HAD TIME TO STUDY THEM, TO *IMPROVE* THEM! NOW THEY ARE *INFALLIBLE!*

FINALLY, *DRAGON MAN* REACHES THE SITE OF REED RICHARDS' LECTURE...

HEY! LOOK AT *THAT!*

IT MUST BE SOMETHING *RICHARD'S* DREAMED UP--TO IMPRESS US!

LOOK AT HIS HEAD --HIS EYES--THE WAY HE *MOVES!!* HE'S FOR *REAL!!*

IT'S THE RESEARCH MODEL GILBERT WAS WORKING ON! BUT--IT SEEMS *ALIVE!!* IS--IS THIS SOME OF *YOUR* DOING??

NO!! THERE'S ONLY *ONE* MAN I KNOW WHO MIGHT HAVE ACCOMPLISHED THAT--BUT-- HE'S IMPRISONED THREE THOUSAND MILES FROM HERE!

DIABLO!! OF COURSE!! REED--*HE'S* THE ONE I SAW!!

ONE THING'S FOR SURE--WE'RE NOT GONNA BE ABLE TO *TALK* IT OUT OF THE SKY! I'LL TRY TO FIND OUT WHAT MAKES IT TICK!!

FLAME ON!

CAREFUL, JOHNNY! IF *DIABLO'S* BEHIND IT, WE MUST BE PREPARED FOR *ANYTHING!*

GOOD OL' REED! EVEN IF THERE'S *NOTHING* TO WORRY ABOUT, HE'D WORRY ABOUT WHY HE'S NOT WORRIED!

I'LL TOSS A *FLAMING FENCE* AROUND HIM TO SLOW 'IM DOWN!

BLAZIN' BEARCATS!! HE'S SHOOTING *FIRE* OUT OF HIS MOUTH--JUST LIKE A *REAL* DRAGON!! BUT WHAT GOOD DOES HE THINK *THAT'LL* DO??

AND, THE STARTLED TORCH LEARNS HIS ANSWER WITHIN SECONDS...!

I'VE GOT TO *ABSORB* THE FLAME--SO THAT IT DOESN'T INJURE ANYONE IN THE GRAND-STAND BELOW!

BUT--I'M ABSORBING *TOO MUCH* --TOO *FAST!!* IT'S AFFECTING MY BODY'S CHEMICAL BALANCE TOO SUDDENLY--!!

GOT TO GET *AWAY*--I'M TOO SUPER-HEATED--DIDN'T HAVE TIME TO *PREPARE* FOR IT--!!

CAN'T RISK REMAINING BELOW-- I'LL SCORCH ANYTHING WITHIN RANGE!! DRAGON MAN MADE A FLAMING *MENACE* OF ME!

ONLY *ONE* THING TO DO--I'VE GOT TO BLAZE INTO THE UPPER ATMOSPHERE!! IT'S THE ONLY WAY TO COOL DOWN FAST ENOUGH!!

BUT IT'LL PUT ME OUT OF THE FIGHT TILL I RETURN!!

I HOPE THE *OTHERS* WILL BE ABLE TO *HANDLE* HIM!!

AND, THE FLAMING TEEN-AGER'S FEARS ARE INDEED WELL-FOUNDED, FOR DOWN BELOW WE FIND...

REED! HE'S FLYING OVER THE CROWD AS THOUGH HE'S SEARCHING FOR SOMETHING!!

I KNOW, HONEY!! AND UNLESS I MISS MY GUESS, HIS TARGET IS--US!

STAY BACK! PERHAPS I CAN DIVERT HIM WITH THIS FLAT PIECE OF PAVING STONE!!

I'LL STRETCH ABOVE THE CROWD TO GIVE THEM A CHANCE TO SCATTER!! IT'S WORKING!! HE'S AIMING HIS FLAME AT THE WRONG TARGET!!

AND NOW--!

SUE--QUICKLY!! IT'S UP TO YOU!! I'VE WRAPPED MYSELF AROUND HIS EYES, OBSCURING HIS VISION! THROW YOUR INVISIBLE FORCE FIELD AROUND HIS WINGS!! HURRY!!

I DON'T DARE MISS! REED'S BODY IS SO STRETCHED OUT THAT HE COULD BE SERIOUSLY INJURED IF DRAGON MAN EXERTS ENOUGH PRESSURE!!

I'LL DO IT, MY DARLING!! I WON'T FAIL YOU!! I CAN'T FAIL YOU!!

AND DO IT SHE DOES--!

PERFECT, SUE! THAT MAY HOLD HIM LONG ENOUGH FOR US TO FORMULATE A BATTLE PLAN!

BUT WE NEED ALL OUR FIGHTING STRENGTH!! WHAT COULD HAVE HAPPENED TO THE THING??

SO FAR, SO GOOD! WITHOUT ITS WING POWER, YOU MADE IT COME CRASHING DOWN TO EARTH!

I COULD HAVE SWORN I HEARD IT *WHIMPER* AS IT FELL-- ALMOST LIKE AN UNCOMPREHENDING *CHILD!*

WHUMMP

REED--EVEN IF DIABLO *IS* RESPONSIBLE, HOW DID HE *DO* IT?? HOW COULD HE BREATHE *LIFE* INTO A LIFELESS CREATURE??

NOTHING IS TOTALLY LIFELESS, DARLING! WOOD-- STONES-- THE VERY EARTH ITSELF, ALL CONTAIN LIVING ATOMS-- ATOMS WHICH MUST HAVE *RESPONDED* TO ONE OF DIABLO'S INCREDIBLE *POTIONS!!*

HE'S UNDOUBTEDLY MOTIVATED BY DIABLO'S OWN WILL! *WAIT,* SUE-- DON'T GET TOO *CLOSE* TO HIM!

I MUST! I MUST TAKE A CHANCE! I WANT TO *TRY* SOMETHING--!!

HEY!! WAIT'LL I *TELL* YA WHAT HAP--- *OH!* I SEE YOU *FOUND OUT* AWREADY, HUH??

EVERYTHING THAT LIVES IS RESPONSIVE TO KINDNESS-- TO SYMPATHY! REMEMBER THE WOLVES WHO CARED FOR ROMULUS AND REMUS? REMEMBER KING KONG'S GENTLENESS TOWARDS A HELPLESS GIRL?

SUE!!

NO, REED!! STAY BACK! LOOK! HE--HE'S STROKING MY HAIR! PERHAPS WE CAN *FREE* HIM FROM DIABLO'S INFLUENCE--!!

EASY, SUE--EASY! MAKE NO SUDDEN MOVE!

WHO'DA *BELIEVED* IT??

BUT A SPLIT-SECOND LATER, EVERYTHING IS *CHANGED!*

THE PLANS OF *DIABLO* ARE NOT SO EASILY ALTERED!!

IT'S *HE!*

THIS NEW *POTION* I HAVE THROWN WILL DEFEAT YOU *YET!*

IN THE SPACE OF A SINGLE HEARTBEAT, BEFORE ANYONE CAN MOVE, THE EFFECTS OF DIABLO'S POTION CAUSES THE THREE COSTUMED CRUSADERS TO FALL TO THE GROUND, INERT, AS THEIR BODY TEMPERATURE INSTANTLY DROPS BELOW THE *FREEZING POINT!!*

BUT THEN, FATE MOVES ANOTHER PAWN ACROSS THE CHESSBOARD OF LIFE...!

SUE! BEN-- AND *REED!!* WHA-WHAT COULD HAVE *HAPPENED* TO THEM?? ARE THEY--?? OH *NO! NO!* IT *CAN'T* BE!!

THUS, UNWITTINGLY, BY FLYING LOW OVER HIS FALLEN COMRADES TO STUDY THEIR PLIGHT, THE HUMAN TORCH'S OWN BLAZING BODY HEAT COUNTERACTS THE EFFECTS OF DIABLO'S POTION, AND...

BUT, WHAT HAPPENED TO THE *DRAGON MAN??* WHERE IS HE?

THEY'RE *OKAY!* THEY'RE COMIN' TO!! BOY! WHAT A *SCARE!*

JOHNNY *SAVED* US!! ANOTHER FEW SECONDS, AND IT MIGHT HAVE BEEN *TOO LATE!*

SECONDS LATER, AFTER BRIEFING THEIR BLAZING PARTNER, THE FABULOUS F.F. AGAIN PREPARES FOR BATTLE! BUT, THIS TIME...

DIABLO!! AND *DRAGON MAN!!* THEY'RE BOTH *GONE!* DIABLO MUST HAVE THOUGHT WE WERE FINISHED!

WE'VE GOT TO *FIND* THEM! *NOBODY* IS SAFE WHILE THEY'RE FREE!

WE'LL *FIND* 'EM! YA CAN'T HIDE A GINK LIKE *DRAGON MAN* IN YER VEST POCKET!

WAIT! WE'RE OVER-LOOKING ONE BET! THE ONE WHO *CONSTRUCTED* DRAGON MAN! PERHAPS *PROFESSOR GILBERT* CAN TELL US ENOUGH *ABOUT* THE CREATURE TO ENABLE US TO FIND A WAY TO *DEFEAT* HIM!

HE WAS BUILT TO BE STRONGER THAN BEN! HE CAN FLY AND *USE* FLAME LIKE JOHNNY-- AND HE HAS DIABLO'S *BRAIN* BEHIND HIM! HE'S MORE POWERFUL THAN *WE*, REED! IT'LL BE THE FIGHT OF OUR *LIVES!*

THAT'S NEVER STOPPED US *BEFORE*, DARLING! TORCH, FLY AHEAD AND--*HOLD IT!* THOSE YOUNG-STERS HAVE SEEN SOMETHING!

DRAGON MAN JUST WENT PAST US! HE'S HEADING FOR DEAD MAN'S LAKE! *HURRY!*

THAT *DOES* IT! LET'S *MOVE!*

I *SEE* THEM-- UP AHEAD!

AND, AT THE EDGE OF DEAD MAN'S LAKE, WE FIND...

DIABLO--YOU MUST *UNDO* THIS TERRIBLE THING YOU'VE DONE! YOU MUST MAKE DRAGON MAN AS HE *WAS!*

I *TOLD* YOU THAT *NO ONE* DICTATES TO DIABLO! I SHALL DECIDE HIS FATE--IN MY OWN TIME!

WHEN I CONSTRUCTED HIM--OF PLIABLE, INANIMATE MATERIALS, I NEVER *DREAMED* THE END RESULT WOULD BE--*THIS!!* HE WAS NEVER *MEANT* TO LIVE! HE *MUSTN'T* LIVE!!

YET, WITH ONE SUCH CREATURE UNDER MY CONTROL--ONE TITAN CAPABLE OF CRUSHING ANY FOE--THINK OF THE *POWER* THAT WILL BE MINE!

THIS MADMAN MUST BE *STOPPED!!* BUT--*HOW??*

AND THEN, AS IF IN ANSWER TO THE PROFESSOR'S UNSPOKEN QUERY, A FLAMING FIREBRAND BLAZES INTO VIEW!

THE *HUMAN TORCH!* YOU STILL *LIVE??!!*

WE *ALL* LIVE, DIABLO!! NO THANKS TO *YOU*, YOU CREEP!

UH OH! HE'S REACHING FOR ANOTHER BLASTED *POTION!*

ONE SIMPLE PELLET--CAPABLE OF DRAWING ALL THE *OXYGEN* FROM THE AIR AROUND IT, AND THE TORCH CAN FLY *NO MORE!!*

A *VACUUM* IS FORMING UP HERE! MY FLAME'S GOING OUT--!!

ALTHOUGH YOU WERE NOT HIGH ENOUGH TO BE INJURED BY YOUR FALL INTO THE UNDERBRUSH, ONE ADDITIONAL *CAPSULE* OF MINE WILL INSURE THAT YOU NEVER THREATEN ME AGAIN!

AWW, YOUR BROTHER WEARS KNICKERS, YOU MEATBALL!

YOU TELL 'IM, JUNIOR!

WHOOM

THE F.F.!!

YOU *KNOW* IT, BUSTER! AND HERE'S OUR *CALLIN' CARD!*

HAH! MY FREEZE POTION ALMOST FINISHED YOU BEFORE --AND THIS TIME, APPLIED FROM SUCH A CLOSE DISTANCE --IT WILL TURN YOU INTO ICE BEFORE YOU CAN REACH ME!

I'VE GOT TO STRETCH OUT FASTER --FASTER--!!

SURE! SURE! BUT, IN THE MEANTIME, JUST HOLD THAT POSE, MISTER!!

I CAN'T FLAME ON YET!! QUICK, SUE--YOUR FORCE FIELD!

IT'LL NEVER REACH HIM IN TIME TO STOP HIS THROW! YET--IF I CAN CATCH IT IN MID-AIR--!!

BUT, BEFORE ANY OF THE FABULOUS FOURSOME CAN MAKE A MOVE, AN INCREDIBLY POWERFUL TAIL LASHES OUT, AND--

WHAP!

UNGHHH--!

HE DROPPED IT!

DRAGON MAN SAVED US!!

BUT THE CAPSULE TURNED THE ENTIRE LAKE TO ICE!!

I WAS TOO CARELESS! I LOST CONTROL OF HIM WHEN I ATTACKED THE F.F.! HE--HE'S COMING AFTER ME!

NO! NO! YOU CAN'T!! I'M YOUR MASTER! WITHOUT ME, YOU HAVE NO MIND--YOU CANNOT THINK!! STAY BACK--BACK!!

IT'S USELESS! I CAN'T STOP HIM! ONLY ONE CHANCE--IF I CAN WITHDRAW SOME NEW POTION IN TIME--!!

BUT, DIABLO'S TIME HAS RUN OUT!! BEFORE HE CAN RELEASE HIS POTENT VIAL, THE PURSUING DRAGON MAN LEAPS UPON HIM, AS THE IMPACT DRIVES THEM BOTH INTO THE DEPTHS BENEATH THE ICY SURFACE--!

THERE'S NO SIGN OF THEM! HURRY, BEN -- BEFORE IT'S TOO LATE!

YEAH! YEAH! I'M HURRYIN'! BUT WHAT AM I TRYIN' TO DO? PULL 'EM UP -- OR MAKE SURE THEY STAY DOWN??

BE CAREFUL! WE DON'T KNOW WHY THEY CALL IT DEAD MAN'S LAKE!!

BUT, AS HE SWIMS BELOW, BASHFUL BENJAMIN SOON LEARNS THE DRAMATIC REASON FOR THAT NAME --!

WHEW! I NEVER FELT A CURRENT LIKE THIS IN A LAKE BEFORE! IT'S LIKE A BLASTED WHIRLPOOL!!

THERE'S ALL KINDSA NUTTY CAVES DOWN HERE, CREATIN' SUCTIONS WHICH DRAW THE CURRENTS IN ALL DIFFERENT DIRECTIONS!

THERE HE IS! I'VE GOT TO SEIZE HIM BEFORE HE SINKS OUT OF SIGHT!

NUTS! I WAS AFRAID THIS WOULD HAPPEN!! I'M BEGINNIN' TO SOUND LIKE STRETCHO!!

DON'T STRUGGLE, OLD FRIEND! I'VE GOT YOU! YOU'RE SAFE NOW!

GLUB!! TURN ME RIGHT-SIDE-UP, YA LUNKHEAD!! YA WANT I SHOULD LOSE MY DIGNITY?

RATS! NOW WE DON'T KNOW IF THEY BOTH BIT THE DUST, OR IF THEY MIGHTA BEEN SWEPT TO SAFETY IN ONE OF THEM SUBTERRANUMMUM -- SUBTERRUMPTINUM -- UNDERGROUND CAVES!

EVEN IF DIABLO MANAGED TO ESCAPE, WHICH IS A FRIGHTENING THOUGHT -- WE MUST HOPE THAT THE DRAGON MAN, NO LONGER UNDER HIS CONTROL, IS LOST FOREVER!

YET, I PITY THE POOR CREATURE!

REST EASY, RICHARDS! I SHALL REMAIN HERE! YES, AS LONG AS I LIVE, I'LL KEEP THE VIGIL! IT WAS I WHO CREATED HIM -- AND SHOULD HE EVER AGAIN APPEAR, I SHALL DESTROY HIM!

BUT, YOU MUSTN'T BLAME YOURSELF, PROFESSOR! IT WAS DIABLO WHO TURNED A RESEARCH SPECIMAN INTO A MENACE!

A SHORT TIME LATER...

MAN! WHEN YOU COME TO GIVE A LECTURE, YOU DON'T *KID AROUND!*

WE HAVEN'T HAD SO MUCH EXCITEMENT HERE SINCE WE INVITED JAYNE MANSFIELD TO LECTURE ON PHILOSOPHY!

IT'S LIKE I ALWAYS SAY-- THE F.F. IS JUST A REAL *FUN GROUP!*

WELL, JOHNNY--HAVE YOU THOUGHT ABOUT APPLYING TO *STATE* AFTER YOU FINISH HIGH SCHOOL?

SIR, ALL I'M THINKING ABOUT *NOW* IS GETTING SOME SHUT-EYE!

HOW COME *I'M* ALWAYS THE BELL-BOY?

HEY! WE CAN'T SHOVE OFF WITHOUT SUE AND EGGHEAD! WHERE IN SAM HILL HAVE THEY SKIPPED OFF TO *NOW?*??

LAST I SAW OF THEM, THEY WERE WALKING DOWN MEMORY LANE TOWARDS THE SWEETHEART TREE!

MEMORY LANE??

SWEETHEART TREE??!!

SONNY, I THINK YOU FLIPPED YOUR CORK!!

THE TORCH IS *RIGHT*, MR. GRIMM!! WE HAVE A QUIET *LOVERS LANE* HERE--LIKE ALL COLLEGES DO! I GUESS YOUR TWO MISSING PARTNERS JUST DISCOVERED IT!

YEESH!! WHAT A REVOLTIN' DEVELOPMENT!!

AND, NOT VERY FAR AWAY, WE FIND...

SUE, DEAR-- I WANT TO TELL YOU ABOUT AN OLD CAMPUS TRADITION I STILL REMEMBER FROM MY DAYS AT STATE...!

I'D LOVE TO LEARN OF IT, REED!

SEE THAT TREE--CUT IN THE SHAPE OF A HEART?

OH YES, DARLING! IT'S *LOVELY!*

WELL, ACCORDING TO TRADITION, ANY COUPLE WHO HOLD HANDS AND KISS WHILE STANDING BEFORE IT, WILL MARRY WITHIN A YEAR!

I'VE BEEN WAITING --FOR YOU TO --TAKE MY HAND!

SUE--MY DEAREST!! YOU MEAN--? YOU FEEL ABOUT *ME* THE WAY THAT *I* FEEL ABOUT YOU??

I'VE *ALWAYS* FELT THAT WAY, REED! PERHAPS I NEVER FULLY REALIZED IT TILL NOW, BUT-- IT'S ALWAYS BEEN-- *YOU!*

AND, AS WE TAKE LEAVE OF THE TWO LOVERS, WE REALIZE THAT A SIMPLE TREE CAN EXERCISE A POWER GREATER THAN ANY OF DIABLO'S POTIONS!! A POWER MEN CALL-- *LOVE!*

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

36 MAR

MARVEL COMICS GROUP 12¢

IND.

SOONER OR LATER SOMEONE WAS BOUND TO COME UP WITH AN EVIL GROUP LIKE THIS...SO WE THOUGHT WE'D BEAT 'EM TO IT!!

THE ATTACK OF THE EVIL F.F.... "THE FRIGHTFUL FOUR!"

HAVE THE FABULOUS F.F. FINALLY MET THEIR MASTERS IN:

"THE FRIGHTFUL FOUR!"

PROUDLY PRODUCED BY:
SMILIN'
STAN LEE
and
JOLLY
JACK KIRBY

INKED BY:
CHIC STONE

LETTERED BY:
ARTIE SIMEK

IT FINALLY HAPPENED! REED AND SUE HAVE PUBLICLY ANNOUNCED THEIR ENGAGEMENT!-- AND THE WORLD'S PRESS GOES WILD!!

HOLD IT, FOLKS! JUST ONE MORE SCENE FOR THE NEWS REELS!

DON'T RUSH, GENTLEMEN! IT'S A PLEASURE!

WATCH IT, BOYS! DON'T MAKE BASHFUL BENJAMIN ANGRY!

HEY! GETCHER BLASTED ELBOW OUTTA MY KISSER!

OH, REED, MY DARLING! IT'S ALL SO WONDERFUL!

HIT 'EM WITH ANOTHER SPOTLIGHT, CHARLIE!

WHAT A COUPLE! I'LL BET THEY COULD NAME THEIR OWN PRICE IN HOLLYWOOD!

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FINALLY, A FEW THOUSAND PICTURES LATER...

THAT'LL BE IT FOR NOW, BOYS! I DON'T WANT MY FIANCEE TO GET TIRED!

YOUR FIANCEE! OH, REED... MY HEART SKIPS A BEAT WHENEVER YOU SAY THAT!

HOLD IT, YOU GUYS! WHERE ARE YA *RUNNIN'* TO? I AINT TIRED! DON'TCHA WANT ANY PIN-UP PICTURES OF LOVEABLE *ME*??

SORRY, MR. GRIMM! WE'RE NOT WITH *SHOCK THEATRE!*

TELL 'IM TO CALL *"MONSTERS TO LAUGH WITH"!*

ON SIDE, GENTS! I'M DELIVERIN' AN *ENGAGEMENT PRESENT!*

ANOTHER ONE! THEY'LL SOON BE ABLE TO OPEN UP A *STORE!*

CONGRATULATIONS, MR. RICHARDS! GEE, I NEVER THOUGHT I'D EVER GET TO SEE *MR. FANTASTIC* IN PERSON!

ANY CHANCE OF AN *AUTOGRAPH?*

OF *COURSE,* SON! HERE YOU ARE...!

HEY! WHAT'S GOIN' *ON* HERE? THIS IS NO BLASTED *PRESENT!*

IT'S FROM THE *YANCY STREET GANG!*

RUN FOR THE HILLS! IT'S A *BOMB!*

OH, *NO!* THEY *WOULDN'T!!*

EVERYBODY *OUT! FAST!* SUE --*QUICK,* DARLING! FOLLOW ME!

MOVE! I'LL TRY'N SMOTHER IT WITH MY PAWS!

HEY! WHAT KINDA COTTON-PICKIN' EXPLOSION IS *THAT???!*

THWEEP!

FLOWERS! IT WAS JUST A *GAG!*

NOW YOU TELL US!

THANK HEAVEN!

THAT SINKS IT! WAIT'LL I GET MY MITTS ON THOSE CREEPS! I'LL PLASTER 'EM ALL OVER THE LANDSCAPE! I'LL MOP UP YANCY STREET WITH 'EM! I'LL--I'LL--

DON'T LOSE YOUR TEMPER, BEN DEAR! AFTER ALL, THERE WAS NO HARM DONE! LET'S JUST FORGET IT!

IN THEIR OWN MIXED-UP WAY, THEY WERE PROBABLY TRYING TO DO SOMETHING NICE FOR US!

NUTS! IN THE MOOD YOU'RE IN, YOU TWO LOVEBIRDS WOULD MAKE EXCUSES FOR DOCTOR DOOM! I'M CUTTIN' OUT!

WAIT FOR ME, BIG BUDDY!

SLAM!

FOR ONCE, SUE DEAR, I DON'T MIND THEM LEAV-ING! WE'RE ALONE AT LAST...!

BUT, ALL IS NOT QUITE AS BLISSFUL AS IT MIGHT SEEM! AT THAT VERY MOMENT, ON A LONELY WHARF AT THE WEST SIDE OF TOWN...

THE SANDMAN OUGHTA BE HERE ANY MINUTE!

AND HE BETTER NOT BE LATE! PASTE-POT PETE ISN'T USED TO BEING KEPT WAITING!

SUDDENLY...

THWUP

HEY! WHAT'S GOIN' ON?? WHERE'D ALL THIS COME FROM??

CAN'T YA GUESS, LITTLE FELLA?

THE SANDMAN!

THIS IS JUST TO SHOW YA WHICH ONE OF US IS GONNA BE TOP DOG!

IT SHOWS ME NOTHING, YOU CONCEITED FREAK! YOU MERELY TOOK ME BY SURPRISE! BUT, NOW--

YOU DON'T THINK THAT CORNY PASTE-GUN IS GONNA BOTHER ME, DO YA? I'VE TACKLED SPIDER-MAN AND LIVED TO TELL OF IT!

TRY SOMETHIN'! I DARE YA!

STOP, BOTH OF YOU! I DIDN'T CALL THIS MEETING FOR US TO FIGHT AMONG OURSELVES!

WE HAVE FAR BETTER FOES TO VENT OUR POWER UPON!

THE WIZARD!

AT LAST!

BUT, "HOW CAN THIS BE?" YOU ASK! IN *STRANGE TALES* #118 WE SAW THE WIZARD FLOATING HELPLESSLY INTO SPACE, TO HIS DOOM! WELL, LET'S GO BACK A SHORT TIME...

I *TOLD* YA I COULD USE MY SANDY BODY TO GET US OUTA THAT PEN!

GOOD THING I HAD A PASTE GUN AND COSTUME STASHED AWAY OUT HERE!

BUT, THE GUARDS'LL PICK UP OUR TRAIL SOON! WE'VE GOTTA PUT A LOT OF SCENERY BETWEEN US AND THIS COUNTY!

RIGHT! AND I KNOW JUST HOW TO *DO* IT! WATCH ME SNAG THAT LOW-FLYING JET WITH MY PASTE GUN!

WAIT! COME *BACK!*

GOOD WORK, PETE! GLAD YA KNOW HOW TO FLY THIS CRATE! NOW *TAKE OFF!*

AS LONG AS I HAVE MY PASTE GUN, I CAN DO *ANYTHING!* THEY'LL NEVER CATCH ME AGAIN!

HEY, *LOOK!* SOMEONE FLOATIN' IN THE AIR! GOIN' HIGHER AND HIGHER! WHAT IN SAM HILL--??

THAT'S NOT JUST *SOMEONE*, YOU UNIMAGINATIVE BOOR! DON'T YOU RECOGNIZE THE--*WIZARD??*

I'LL GET CLOSE AS I CAN WHILE YOU SNATCH HIM! COULD BE WE CAN *USE* THAT GENT!

WHAT *FOR?* TO GIVE US *FLOATIN' LESSONS?*

DURING MY BATTLE WITH THE ACCURSED *TORCH*, MY ANTI-GRAV DEVICE JAMMED! YOU SAVED ME FROM SUFFOCATING IN THE ATMOSPHERE! I SHALL NOT FORGET THAT!

OKAY, SO WHERE'S THE *PAY-OFF?*

I SHALL NOT REPAY YOU WITH MONEY! I SHALL DO SOMETHING FAR BETTER! I SHALL ACCEPT YOU AS *PARTNERS!* I SHALL *LEAD* YOU IN A CRUSADE OF CRIME!

NUTS TO *THAT!* I'D RATHER HAVE THE *DOUGH!*

DON'T BE A *FOOL*, SANDMAN! WITH A BRAIN LIKE THE *WIZARD'S* GUIDING US, WE COULD EVEN BE THE MASTERS OF THE *FANTASTIC FOUR!*

THE *FANTASTIC FOUR!* HMMM... WHAT AN IDEA! IF WE COULD FIND A SUITABLE *FEMALE*, WE COULD BE THEIR EXACT *EVIL COUNTERPART!*

SOME CHANCE! I SUPPOSE THERE'S A MILLION *INVISIBLE GALS* JUST WAITIN' FOR YA!

NO, BUT I *DO* KNOW OF A FEMALE! SHE'D BE *PERFECT!*

I'LL NEED A FEW WEEKS--AND THEN WE'LL MEET AGAIN!

OKAY? EVERYTHING CLEAR? NOW, BACK TO THE PRESENT...

YOU WILL BE GLAD TO HEAR THAT I HAVE FIXED MY MAGNIFICENT ANTI-GRAV DEVICE! IT WORKS PERFECTLY NOW!

YEAH, YEAH! BIG DEAL! WHAT ABOUT THE GIRL??

DID YOU FIND SOMEONE WITH A POWER GREAT ENOUGH TO MATCH THAT OF SUSAN STORM??

AH! THAT IS THE TROUBLE! THE FEMALE I HAVE BEEN CONSIDERING MAY BE EVEN MORE POWERFUL!

GREAT! THEN WHAT ARE WE WAITING FOR? WHERE IS SHE?

FIRST, LET ME DESCRIBE HER TO YOU! IT COULD BE DANGEROUS! SHE MIGHT BE MORE POWERFUL THAN WE!

SPEAK FOR YOURSELF, PAL! NOBODY CAN TOP SANDMAN!

I HAD HEARD RUMORS OF HER FOR YEARS! FINALLY, I WENT TO THE SMALL MEDITERRANEAN ISLAND WHERE SHE HAD BEEN LAST SEEN! I FOUND THAT THE POLICE WERE ALSO ON HER TRAIL...!

I AM HERE, MON CAPITAN! BUT-- HELLLP! SHE HAS CAUGHT ME! COME QUICK!

COURAGE, FRANCOIS! SHE SHALL NOT TRIUMPH THIS TIME! WE HAVE HER TRAPPED NOW!

TAKE COVER, STRANGER! THERE IS MUCH DANGER IN THIS PLACE!

WHERE IS FRANCOIS! SHE SHALL NOT ESCAPE US AGAIN! WE HAVE HER TRAPPED NOW!

AND THEN... I SAW HER!

FOOLS! IT IS I, MADAM MEDUSA, WHO HAS TRAPPED YOU!

OF WHAT USE ARE YOUR CLUMSY GUNS AND FISTS AGAINST MY UNCONQUERABLE HAIR!

ZAP!

SHE WAS *SUPERB!* *INVINCIBLE!* LIKE AN EVIL GODDESS! SHE ESCAPED HER PURSUERS WITH EASE!

OKAY! OKAY! SHE SOUNDS GREAT! BUT WHERE *IS* SHE?? DID YOU GET HER TO JOIN US?

OF *COURSE!* EVEN *SHE* HAD HEARD OF THE *WIZARD!* SHE WAS HAPPY TO HAVE ME LEAD HER! SHE AWAITS US NOW!

THEN LET'S *GO!*

AS FOR *ME*, I SHALL DON A NEW COSTUME, AS BEFITS MY NEW RANK AS LEADER OF *THE FRIGHTFUL FOUR!* WE SHALL BE *SUPREME!*

MEANWHILE, BACK AT THE BAXTER BUILDING...

HOLY HANNAH! WADDAYA WANT ME TO DO WITH ALL THESE ENGAGEMENT PRESENTS THAT ARE POURIN' IN, PAL?

BETTER TAKE THEM TO OUR STOREROOM IN THE SUB-BASEMENT! IT'S GETTING TOO CROWDED UP HERE, BEN!

IF I GOTTA DO THIS *AGAIN* WITH YOUR *WEDDIN'* PRESENTS, I'M TAKIN' A POWDER!

MISS STORM! I'M FROM THE *CATERERS!* WE HAVE ARRANGE-MENTS TO MAKE!

ARE YOU READY TO INSPECT YOUR *TROUSSEAU* YET, MY DEAR?

I CAN'T WAIT MUCH LONGER TO DO YOUR HAIR, MA'AM!

THIS WILL ONLY TAKE A MINUTE, MISS STORM!

I'M FROM *BRIDE AND GROOM* MAGAZINE!

SAY, SIS-- GOT A MINUTE? I WANNA *SHOW* YOU SOME-THING!

JOHNNY STORM! IF THERE IS ONE THING I DEFINITELY *HAVEN'T* GOT, IT'S A *MINUTE!*

CAN IT WAIT TILL *LATER?*

I GUESS SO! BUT YOU DON'T KNOW WHAT YOU'RE MISSING!

NOW THEN, ABOUT YOUR WEDDING GUEST LIST...

JUST LIKE A *GIRL!* SHE'D RATHER WASTE TIME WITH THOSE DULL WEDDING PLANS THAN SEE MY NEW LITTLE DISCOVERY!

ALL I HAVE TO DO IS SHOOT A FIREBALL THRU THAT CHEMICAL SCREEN, AND THEN...

RED

YELLOW

BLUE

THE HEAT MAKES THE CHEMICALS SPURT OUT, COLORING THE FIREBALLS! AND PRESTO-- *INSTANT COLOR FIREWORKS!* THEY'LL BE A *SENSATION* AT THE WEDDING!

NOW, I'LL INCREASE THE SIZE OF THE CHEMICAL STREAM, AND GIVE IT A REAL TEST!

GUNG HO!

WOWEEE! I'LL BET I COULD MAKE A FORTUNE RENTING MYSELF OUT TO DISNEY-LAND! WHAT A WHIRLING PIN-WHEEL! I'M A GENIUS!

BUT, A SHORT DISTANCE AWAY, OTHER EYES ARE WATCHING THE SAME COLOR SPECTACULAR! EVIL EYES! SCHEMING EYES! THE EYES OF...

IT'S THE TORCH, SHOWING OFF WITH THAT BLASTED FLAME POWER OF HIS! HOW I HATE THAT KID!

LET HIM HAVE HIS MOMENT OF PLEASURE! ONCE WE STRIKE, IT'LL BE ALL OVER FOR HIM! FOR ALL OF THEM!

BUT WHEN DO WE ATTACK?? WHERE DID THE WIZARD DISAPPEAR TO?

HEY! WHAT WAS THAT??

I DUNNO! IT WENT BY SO FAST--!

DO NOT BE ALARMED, MY FRIENDS! IT IS ONLY YOUR LEADER, IN HIS NEW GARB!

I WAS TESTING MY ANTI-GRAVITY DEVICE!

IT ALLOWS ME TO SOAR AND DESCEND LIKE A BIRD! HENCE-FORTH, I SHALL CALL MYSELF THE WINGLESS WIZARD!

CALL YOURSELF WHATEVER YOU WANT TO! BUT, IF WE'RE EVER GONNA ATTACK THE F.F., THIS IS THE TIME TO DO IT!

PETE IS RIGHT! WHEN DO WE GET TO SEE THAT MADAM MEDUSA OF YOURS? OR DOESN'T SHE REALLY EXIST?

SHE *EXISTS*, GENTLEMEN! FORGIVE THE DELAY, BUT I HAD TO DESIGN AN APPROPRIATE COSTUME FOR *HER*, TOO!

I AM *MADAM MEDUSA*!

LOOK AT THE LENGTH OF THAT *HAIR*!

HEY! HE WASN'T *KIDDIN'*! YOU'RE EVERYTHING HE *SAID* YOU WERE, LADY! WE'RE GONNA DO JUST *FINE*!

WHY DOES *HE* HAVE NO COSTUME?

I DON'T *NEED* ONE, BABY! WAIT'LL YOU SEE ME IN ACTION--THEN YA'LL KNOW *WHY*!

LATER, AS ONE OF THE MOST COLORFUL ENGAGEMENT PARTIES OF ALL TIME DRAWS TO AN END...

SOME MORE DANISH PASTRY, PROFESSOR XAVIER?

GO, GIRL-- *GO*!

THANK YOU, MY DEAR!

YOU DO A PRETTY SHARP *WATUSI* FOR A LAD WITH *WINGS*, ANGEL!

THERE ARE TIMES WHEN EVEN AN *IMMORTAL* MAY ENVY A HUMAN, RICHARDS! THIS IS ONE SUCH TIME!

MAY THE BLESSINGS OF *ASGARD* GRACE YOUR COMING MARRIAGE!

IF ONLY BRUCE BANNER COULD BE HERE!

IT'S SURE TOUGH PRETENDING THAT WE *X-MEN* DON'T KNOW THE PROF!

WHO'S THE BILLIARD-BALL-HEAD OVER THERE, BABY?

I BELIEVE THAT'S PROFESSOR XAVIER, BEN DEAR! THEY SAY HE'S AS BRILLIANT AS REED HIMSELF!

LATER, A SILENT THOUGHT-COMMAND RINGS OUT...

WE MUST NOT OVERSTAY OUR WELCOME! LET US RETURN TO SCHOOL!

IT'S THE PROFESSOR!

I GUESS THE PARTY'S ENDING NOW!

THE X-MEN HAVE GENEROUSLY OFFERED TO TAKE ME TO A TAXI! MAY I WISH YOU, AND MISS STORM, A LIFE OF HAPPINESS, MR. RICHARDS!

YOU ARE VERY KIND, PROFESSOR! I TRUST WE SHALL MEET AGAIN, OFTEN!

AFTER WE'RE MARRIED, YOU *MUST* COME TO VISIT US!

I'M SURE THEY WOULD HAVE INVITED *ME* IF THEY KNEW WHERE TO FIND ME, SO I'LL JUST HELP MYSELF TO A PIECE OF CAKE!

UH OH! I'D BETTER LEAVE! THERE'S SOME KIND OF *SHIP* COMING!

BUT, LITTLE DOES THE WEB-SPINNING PARTY CRASHER REALIZE THAT THE APPROACHING CRAFT DOES *NOT* CONTAIN NEW GUESTS--

WE'LL LAND ON THEIR ROOF SILENTLY! THEY'LL NEVER HEAR US!

...BUT, RATHER--ONE OF THE MOST DANGEROUS TEAMS OF ALL TIME--*THE FRIGHTFUL FOUR!*

TAKE YOUR POSITIONS! YOU ALL *KNOW* WHAT TO DO!

FORTY-FIVE MINUTES LATER...

THE GUESTS HAVE ALL DEPARTED! THE *THING* IS ASLEEP! QUICK, MEDUSA...

STAND BACK! I SHALL NOT FAIL!

BEN, WE'RE HAVING COFFEE IN THE OTHER ROOM...

OH, I WON'T DISTURB HIM! HE'S FAST ASLEEP!

SLOWLY, SILENTLY, LIKE A WHISPERING WRAITH, THE LONG, LOVELY TRESSES OF *MADAM MEDUSA* STEAL TOWARDS THE LIGHT SWITCH, AS THOUGH EACH HAS A MIND OF ITS OWN!

AND THEN...

CLICK!

I CAN'T MISS AT THIS RANGE!

NOW, PETE! USE THE INFRA-RED SNIPER-SCOPE ON YOUR PASTE GUN! IT WILL LET YOU SEE YOUR TARGET IN THE DARK!

WHIPP

PERFECT! WITH HIS HANDS PASTED TOGETHER--UNABLE TO MAKE A SOUND--HE'S *HELPLESS!*

AND NOW FOR THE MOMENTOUS FEAT WHICH ONLY THE *FRIGHTFUL FOUR* WOULD DARE TO ATTEMPT--THE ACTUAL INVASION OF THE F.F.'s HEADQUARTERS!

ALTHOUGH I HAVE EVERY CONFIDENCE IN PASTE-POT PETE'S ADHESIVE POWER, THIS *SLEEP SPRAY* WILL MAKE *DOUBLY* CERTAIN THAT YOU DO NOT TROUBLE US AGAIN!

AND *NOW*, GENTLEMEN... WE HAVE OTHER MATTERS TO ATTEND TO!

I COULD HAVE SWORN I HEARD SOMETHING FALL!

BEN! WHA— WHAT HAPPENED???

SOMETHING'S WRONG! I'D BETTER USE MY INVISIBLE FORCE FIELD! OH! JUST IN TIME!

SPAT!

SUE! WHAT IS IT??

THANK HEAVEN! HERE COMES REED!

TAKING IN THE SITUATION WITH ONE QUICK GLANCE, MR. FANTASTIC GOES INTO INSTANT ACTION...

AH, THE GREAT REED RICHARDS! I HAVE WAITED FOR THIS MOMENT!

IT SOUNDS LIKE--IT IS--THE WIZARD! AND PASTE-POT PETE! BUT HOW--?

I HEAR SOMEONE MOVING BEHIND ME! HAVEN'T TIME TO SWING AROUND!

BAM!

REMEMBER ME, RICHARDS?? YOU'D BETTER! I'M THE GUY WHO'S GONNA FINISH YA OFF NOW!

THE SANDMAN!

HOW ABOUT CALLIN' US BY OUR NEW NAME, PAL? IT'S THE FRIGHTFUL FOUR!

BUT THERE'S ONLY THREE OF YOU!

THAT'S WHAT YOU THINK! JUST WAIT TILL LATER!

BY THE WAY, SANDMAN--WHILE I ACKNOWLEDGE YOUR POWER, THEY DON'T CALL *ME* MISTER FANTASTIC FOR *NOTHING!*

HUH--??

THEN, BEFORE THE STARTLED SANDMAN HAS TIME TO REFORM HIS AMAZING BODY, REED RICHARDS *STRIKES!*

THWACK!

REED! DARLING--LOOK *OUT!* OHH--I WARNED HIM TOO *LATE!*

YOU'RE PRETTY *FAST,* RICHARDS! BUT YOU CAN'T BE *EVERYWHERE* AT ONCE!

HE FORGOT *ME,* WIZ! I'LL *HOLD* HIM THERE TILL YOU GIVE HIM A DOSE OF YOUR SLEEP SPRAY!

SUE! YOUR INVISIBLE FORCE FIELD! REMEMBER WHAT WE PRACTICED LAST WEEK??

RESPONDING INSTANTLY TO HER LOVED ONE'S CRY, THE *INVISIBLE GIRL* HURLS TWO INVISIBLE *FORCE BALLS* UNERRINGLY AT HER TWO TARGETS!

KONK

THEY *WORK!* YOU WERE *RIGHT,* MY DEAREST!

WHAP!

NOW *SANDMAN* IS TRYING TO REFORM HIMSELF! IF ONLY I CAN HOLD HIM WITHIN ANOTHER FORCE FIELD!

BUT, HOW *LONG* CAN I HOLD HIM? HE'S SO *POWERFUL!* IF ONLY THE *TORCH* HADN'T LEFT!

MEANWHILE, OUTSIDE THE WINDOW, THE FEMALE MEMBER OF THE FRIGHTFUL FOUR LOWERS HERSELF SLOWLY FROM THE ROOF'S EDGE...

THIS IS THE WINDOW! NOW TO SWING MYSELF IN....!

I SEEM TO HEAR SOMETHING *BEHIND* ME! BUT, I'M AFRAID TO TURN! I MUSTN'T RELAX MY FORCE FIELD AROUND SANDMAN!

SOMETHING *SEIZING* ME! *HOLDING* ME! I CAN'T MOVE! OH NO--*NO!*

OH YES, *YES*, MY DEAR! YES *INDEED!*

MAY I WISH YOU PLEASANT DREAMS, MISS STORM?

WIZARD! DO YOU REALIZE WHAT WE'VE *DONE??* WE'VE BEATEN THE *FANTASTIC FOUR!*

NOT *QUITE!* THERE IS STILL THE *TORCH!*

HE'LL BE *EASY!* WHERE *IS* HE?

IT'S ABOUT *TIME* YOU USED THAT SLEEP STUFF OF YOURS! I COULDN'T HAVE HELD RICHARDS' *LEGS* DOWN MUCH LONGER!

IMAGINE *US* BEATING THE INVINCIBLE *FANTASTIC FOUR!* I CAN'T GET *OVER* IT! WE DID WHAT NOBODY *ELSE* COULD EVER DO! NOT THE *SUB-MARINER!* NOT *DOCTOR DOOM,* OR THE *HULK!* NOBODY--EXCEPT THE *FRIGHTFUL FOUR!*

DON'T GLOAT TOO SOON! OUR JOB IS ONLY *PARTIALLY* COMPLETE! WE MUST NOW MAKE CERTAIN THAT THEIR DEFEAT IS *PERMANENT!*

AND *THIS* IS THE BEST WAY TO *DO* IT! I MERELY REMOVE SOME SPARE ANTI-GRAV DISCS FROM MY HELMET AND FASTEN THEM ONTO OUR FALLEN FOES!

NOTICE HOW *EASILY* IT IS DONE!

WE SHALL START WITH THE *THING!* HE HAS LONG BEEN A THORN IN MY SIDE!

HEY! I'M BEGINNIN' TO GET THE PITCH, CHUM!

IT'S SO SIMPLE --SO FOOLPROOF! SO *PERFECT!*

MEANWHILE, SILENTLY HIDING IN THE KITCHEN, WE FIND...

SOMETHING *TERRIBLE* HAS HAPPENED IN THERE--I *KNOW* IT! IF ONLY I COULD *HELP!*

THEY HAVE RISKED THEIR LIVES SO MANY TIMES TO AID *ME!* SURELY *I* CAN DO NO LESS FOR *THEM!*

SLOWLY, STEADILY, WITH THE UNERRING INSTINCTS OF THE SIGHTLESS, ALICIA STEALS TO THE SIDE OF THE FALLEN SUE STORM...

I'VE *FOUND* HER! IF MY LUCK WILL JUST HOLD OUT A LITTLE LONGER!

THIS IS THE BELT COMPARTMENT WHERE SHE KEEPS HER *FLARE GUN!*

THEN, RELYING ON TOUCH ALONE, AS WHEN SHE SCULPTS THE LOVELY STATUES FOR WHICH SHE IS RENOWNED, THE BLIND BEAUTY PUTS THE FLATTENED SECTIONS OF THE SIGNAL DEVICE TOGETHER IN SECONDS!

I MUSTN'T FAIL! I CAN'T LET THEM DOWN!

AT THAT MOMENT, IN A NEIGHBORHOOD GARAGE, A SCANT FEW BLOCKS AWAY...

SHE'S A REAL *BOMB*, EH, JOHNNY?

DON'T BREATHE TOO HARD ON THAT ALUMINUM ENGINE, TORCH! I JUST SPENT ALL MORNING *POLISHING* IT!

WELL, SHE'S NO *FANTASTI-CAR*, STEVE, BUT I GUESS SHE'LL TAKE YOU WHERE YOU WANNA GO!

LISTEN, HOW ABOUT ME BRINGIN' *MY* LITTLE STING-RAY OVER! I WANNA SHOW YOU SOME MODIFICATIONS I MADE ON THE FUEL INJECTION SYSTEM! AND I WANNA WATCH *YOUR* EYES POP WHEN I START TO REV UP *MY* LITTLE FOUR-WHEELED FIRE CRACKER!

LOOK, JOHNNY! IS SOMEONE TRYIN' TO IMITATE YOUR F. F. SIGNAL??

HUH? WHERE? *HEY!* THAT'S NO *IMITATION!* THAT'S OUR *RED DANGER* FLARE!

ANY-THING *WE* CAN DO, FELLA?

YEAH! SAY A PRAYER FOR WHOEVER I'M GONNA HAVE TO *FIGHT!* I'LL *MOW 'IM DOWN* FOR TAKING ME AWAY FROM THAT DREAM-BOAT!

FLAME ON

WOWEEE! WHAT A *TAKE-OFF!*

AND, A FEW BLOCKS AWAY...

ANOTHER ONE! GIVE ME THAT GUN, YOU!

SOMETHING HAS *CAUGHT* ME! BUT, AT LEAST I FIRED THE FLARE! IF--IF ONLY SOMEONE *SAW* IT!

IT'S THE *THING'S* GAL FRIEND! LEMME *HAVE* HER! SHE'LL KEEP 'IM FROM GETTIN' TOO LONELY!

I'LL AFFIX AN ANTI-GRAV DEVICE TO *HER*, ALSO!

YOU ARE AS DIABOLICAL AS YOU ARE CLEVER, WIZARD! NEVER HAVE I SEEN SUCH TRUE VILLAINY!

THANK YOU, MY DEAR MADAM MEDUSA! I AM TOUCHED BY YOUR SINCERE WORDS OF PRAISE!

THERE THEY GO! WHAT A SURPRISE *THEY'LL* GET WHEN THEY WAKE UP!

NOTHING CAN SAVE THEM NOW! THEY'RE *DOOMED!*

THUS, WITH A POWERFUL ANTI-GRAV DISC ATTACHED TO EACH OF THEM, THE HELPLESS, STILL-SLEEPING QUARTET FLOAT SILENTLY INTO THE AIR--HIGHER AND HIGHER--ON WHAT MAY WELL BE THEIR FINAL JOURNEY...!

BUT, AT THAT MOMENT...

SOMEONE'S ON OUR ROOF--AND IT'S NOT MY *PARTNERS!*

I'LL JUST DROP IN ON 'EM WITH A LITTLE FLAMING *POWER DIVE!*

HOLD IT, KIDDIES! YOU'RE NOT GOIN' ANY-WHERE!

THE *TORCH!*

WELL, WELL! IF IT ISN'T MY OLD PAL, THE *WIZARD*, IN SOME NEW DUDS!

AND THE *SANDMAN*--AND *PASTE-POT* HIMSELF! DON'T BE IMPATIENT, BOYS! I'LL TAKE CARE OF *ALL* OF YOU!

STOP HIM!

HE'S TOO *FAST!*

HE MADE IT INTO THE SHIP!! BUT HE ONLY *TRAPPED* HIMSELF! THERE'S NO WAY *OUT!*

SPAT!

ALL WE HAVE TO DO IS MOVE IN SLOWLY, AND-- *WHA--?* *LOOK!*

HE SLAMMED THE HATCH DOOR SHUT! HE LOCKED US *OUT!*

HE'S TAKING OFF *WITH-OUT* US! WE'VE GOTTA GO *AFTER* 'IM!

SLAM!

AND, INSIDE THE SHIP...

DON'T BRING YOUR FLAME ANY *CLOSER!*

I WOULDN'T *DREAM* OF IT, WIZ! UNLESS YOU REFUSE TO TAKE ME TO MY PARTNERS! THE CHOICE IS *YOURS*, MISTER!

I'LL *DO* IT! I'LL FLY YOU TO THEM! BUT IT'S TOO *LATE!* YOU CAN'T SAVE THEM *NOW!*

BUT, *IS* IT TOO LATE? HIGH ABOVE, THE RARIFIED AIR OF THE SUB-STRATOSPHERE HAS REVIVED THE CAPTIVE QUARTET, AND...

HEY! WHAT'S GOIN' *ON* HERE??

IT'S NO NIGHTMARE, BEN! IT'S *REAL!* IT'S THE *WIZARD'S* HANDI-WORK!

FIRST TIME I EVER HAD A NIGHTMARE WITHOUT EATIN' PICKLES!

REED! WHAT CAN WE *DO?* IS THERE ANY *HOPE??*

THERE'S *ALWAYS* HOPE, DARLING!

I'LL FORM AN AIR POCKET AROUND THE THREE OF YOU FOR AS LONG AS I CAN!

THEY'LL BE SAFE FOR A WHILE! BUT-- *I'M* SUFFOCATING! HAVE TO *THINK!*

THERE'S *GOT* TO BE A WAY OUT! THINK, REED-- *THINK!!*

BUT--EVERY-THING'S GETTING BLURRY! NEED AIR-- HAVE TO HAVE *AIR!!*

THEN, JUST BEFORE THE VALIANT CRUSADER COMPLETELY BLACKS OUT...

A SHIP! IF I CAN JUST REACH IT!! OUR ONLY CHANCE! I'VE GOT TO STRETCH-- STRETCH--

WHAT LUCK! HE SAW ME! I GOT YOU, REED! I GOT YOU!

THEY'RE ALL UP THERE--TIED TOGETHER! I'VE GOT TO PULL GENTLY-- SMOOTHLY-- MUSTN'T JAR THEM LOOSE!

THEN, FINALLY...

JOHNNY--YOU SAVED US! ANOTHER FEW SECONDS-- AND IT WOULD HAVE BEEN TOO LATE!

BUT, YOU'VE GOT TO REMOVE THE ANTI-GRAV DISCS FROM US!

AND SO...

EASY, BEN! THIS IS THE LAST OF 'EM! YOU'RE OKAY NOW!

OKAY, REED... THAT DOES IT! WHAT DO WE DO NEXT??

WE'VE GOT TO GO AFTER THE OTHER THREE BEFORE THEY ESCAPE!

AWW, CAN'T I JUST CLOBBER HIM A LITTLE BEFORE WE START AGAIN?? IT'LL ONLY TAKE A COUPLE O' SECONDS!

NOT NOW, BEN! WE STILL NEED THE WIZARD TO HANDLE THIS SHIP FOR US!

LATER ON, I'LL MATCH YOU FOR HIM, BIG BUDDY! HOW'S THAT?

BUT, SUDDENLY...

LOOK! IT'S OUR POGO PLANE!

THE OTHER THREE MUST HAVE GRABBED IT FROM OUR HQ. HANGER! THEY'RE COMING AFTER US!

FINE! IT'LL MAKE OUR JOB THAT MUCH EASIER!

ZOOMING ABOVE THE WIZARD'S CRAFT, IN THE SPEEDIER POGO PLANE, *SANDMAN* DROPS DOWN ATOP THE SLOWER SHIP...

THEY CAN'T ESCAPE ME *NOW!*

I'LL *HARDEN* THE PARTICLES OF MY BODY, SO THAT MY INCREASED MASS WILL *FORCE* THEIR SHIP DOWN!

BUT, IT ISN'T *WORKIN'!* THEY'RE GOIN' FASTER THAN *EVER!*

WHAT A *FOOL* I AM! I FORGOT --WEIGHT AND MASS CAN'T AFFECT *ANTI-GRAV!* AND THE WIZARD'S SHIP IS POWERED BY HIS ANTI-GRAV DISCS!

HANG ON, KIDDIES! I'M GONNA *PUNCH* THRU THE ROOF OF THIS TUB AND GRAB ME THAT SANDMAN!

HOLD IT, BEN! THE CHANGE IN AIR PRESSURE COULD MAKE US CRASH! THERE'S AN *EASIER* WAY!

THE SANDMAN CAN'T BOTHER US NOW, BUT WE'VE GOT TO GET THE POGO PLANE! *YOU* CAN DO IT, SUE! YOUR INVISIBLE FORCE FIELD CAN MAKE IT *STALL!*

I'LL *TRY,* REED! I'LL WAIT TILL IT DIVES CLOSER TO US! HERE IT COMES--*NOW!*

SOMETHING'S AFFECTING THE SHIP'S ENGINES! SHE'S GOING OUT OF CONTROL!!

GOOD WORK, SUE DARLING! YOU *DID* IT!

WE'RE *SPINNING!* CAN'T *STOP* HER! WE'RE GOING TO *CRASH!*

THEN, BEFORE THE CAREENING SHIP CAN HIT THE GROUND, SUE STORM MAKES ONE LAST HERCULEAN EFFORT, AND A CUSHION OF INVISIBLE FORCE BREAKS THE AIRCRAFT'S FALL!

LOOK! WE STOPPED FALLING! WE'RE GONNA LAND SAFELY!

BUT, THAT FINAL BIT OF EXERTION PROVES TOO MUCH FOR THE HEROIC GIRL...

SIS! REED, IS--IS SHE ALL RIGHT??

YES, JOHNNY! SHE MERELY BLACKED OUT FROM THE TREMENDOUS AMOUNT OF ENERGY SHE EXPENDED! IT'S BEST THIS WAY! SHE NEEDS THE REST!

THE POGO PLANE'S DOWN! IF THOSE RAT FINKS ESCAPE...!

THEY WON'T IF WE CAN HELP IT, BEN!

OKAY, WIZARD-- LAND THIS TUB!! AND I MEAN NOW!!

BUT, OF COURSE, MY HOT-TEMPERED YOUNG FIRE-BRAND!

AND, AS SOON AS THE SHIP TOUCHES DOWN...

THERE'S THE SANDMAN! HE'S STILL GROGGY FROM THE SWIFT DESCENT!

STEP LIVELY THERE, CUDDLES! THIS IS THE END OF THE LINE!

KEEP YOUR EYE ON HIM, JOHNNY! I'M GOING AFTER THE OTHER TWO!

HERE COMES RICHARDS! I'LL STILL HAVE A CHANCE TO POLISH HIM OFF WITH MY PASTE GUN!

THEY CAN'T HAVE GOTTEN FAR....!

OH, NO YOU DON'T! HE'S THE ONLY FIANCÉ I'VE GOT-- AND I'M NOT LOSING HIM!

A VOICE--FROM NOWHERE!

IT MUST BE THE INVISIBLE GIRL!

YOU WON'T ESCAPE ME! I KNOW YOU'RE HERE SOMEWHERE! I'LL USE MY FLOWING TRESSES TO BLANKET THE AREA UNTIL--

WHA--? NO! DON'T!!

THOSE TRESSES OF YOURS WON'T BE ABLE TO DO MUCH "FLOWING", DEARIE--NOT WHILE THEY'RE COATED WITH PASTE FROM YOUR PARTNER'S LITTLE POP-GUN!

THWAP!

WHO IS SHE, REED? WHERE DID SHE COME FROM? SHE'S THE MOST MENACING FEMALE I'VE EVER SEEN!

I DON'T KNOW, DEAR! I'VE NEVER SEEN A POWER SUCH AS THE ONE SHE POSSESSES WITH HER UNCANNY HAIR!

REED! SUE! HIT THE DIRT! THE WIZARD BROKE LOOSE! HE AND SANDMAN ARE BLOWING UP THE SHIP! TAKE COVER!!

BUT, BEFORE A MOVE CAN BE MADE...!

LONG, TORTUROUS MINUTES LATER, THE GALLANT FOURSOME RECOVER, ONLY TO FIND...

JOHNNY! ARE--ARE THE OTHERS ALL RIGHT??

YEAH, REED--BUT THE FRIGHTFUL FOUR--THEY'VE ALL DISAPPEARED!

MEBBE THEY GOT BLOWN SKY HIGH WITH THEIR BLASTED SHIP!

I'M AFRAID NOT, BEN! IT WAS ALL TOO CLEVERLY DONE!

THEY DESTROYED THEIR SHIP SO THAT WE WOULDN'T DISCOVER THE WIZARD'S ANTI-GRAVITY SECRET!

THEN, THEY HAD ANOTHER MEANS OF ESCAPE!

THEY MUST HAVE FLED IN PANIC, NOT KNOWING THE BLAST KNOCKED US OUT! THEY DIDN'T EVEN TRY TO TAKE OUR POGO PLANE--LUCKILY FOR US!

THEY'RE BEATEN FOR NOW--BUT THEY'LL BE MORE HUNGRY FOR REVENGE THAN EVER AFTER THIS!

THEY'RE SO POWERFUL--SO THOROUGHLY EVIL!! I-I'M FRIGHTENED!

DON'T WORRY, SIS! WE'RE NOT EXACTLY LIGHTWEIGHTS!

THE FRIGHTFUL FOUR! A HORRIBLE NAME!

ALMOST AS BAD AS THE YANCY STREET GANG!

OF COURSE THE F.F. WILL MEET THEIR EVIL COUNTERPARTS AGAIN! BUT, IT WON'T BE NEXT ISH! BECAUSE OUR NEXT SUPER-THRILLER IS A TALE THAT'S LITERALLY OUT OF THIS WORLD! AND, WHILE YOU'RE SAVING YOUR MONEY FOR A WEDDING PRESENT FOR SUE, BE SURE TO LEAVE ENOUGH FOR F.F. #37--EVEN OUR COMPETITORS WOULDN'T DARE MISS IT!

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

37 APR

IND.

MARVEL COMICS GROUP 12¢

A TITANIC TALE, TINGED WITH THAT MARVELOUS MARVEL MAGIC!

"BEHOLD! A DISTANT STAR!"

THE M.M.M.S. WANTS YOU!

THE FABULOUS F.F. ACTUALLY INVADE ANOTHER GALAXY!

"BEHOLD! A DISTANT STAR!"

WITH THE WEDDING OF REED RICHARDS AND SUE STORM NOT FAR AWAY, THE WORLD'S MOST COLORFUL QUARTET FINDS IT DIFFICULT TO CONCENTRATE ON ANYTHING ELSE! AND YET, THERE IS STILL WORK TO BE DONE AT F.F. HEADQUARTERS! AS OUR MIND-STAGGERING TALE BEGINS, WE FIND BEN AND JOHNNY TRYING ON THEIR WEDDING TOGS, WHEN SUDDENLY, UNEXPECTEDLY, THE TEEN-AGER BURSTS INTO FLAME--!

BEN! JOHNNY! I'VE SOMETHING TO *SHOW* YOU! I-- JOHNNY! WHAT *HAPPENED*??!

SOME KIDS'LL DO *ANYTHING* TO GET OUTA WEARIN' A MONKEY SUIT!! --AND I DON'T *BLAME* 'EM!

IT MUST BE MY NEW *POWER-RAY!* I SHOULD HAVE TURNED IT *OFF* BEFORE ENTERING!

STAND BACK!! I'M FLAMING ON-- CAN'T STOP MYSELF!

AGAIN, THE WORLD'S GREATEST COMIC MAGAZINE AFFIRMS ITS LEADERSHIP WITH THIS EYE-FILLING SPECTACLE, WRITTEN BY MARVEL'S INIMITABLE *STAN LEE!* DRAWN BY MARVEL'S UNMATCHABLE *JACK KIRBY!* INKED BY MARVEL'S IMPECCABLE *CHIC STONE!* LETTERED BY MARVEL'S UNBEARABLE *ARTIE SIMEK!*

1.

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SORRY, JOHNNY! I'VE BEEN WORKING SO HARD TO COMPLETE THIS PROJECT BEFORE THE WEDDING, THAT I'M AFRAID I'VE GROWN *CARELESS!*

JUST COUGH UP THE DOUGH FOR A NEW TUX, BOSSMAN, AND IT'LL BE OKAY! AND MEBBE THE *NEXT* ONE OUGHTA BE *ASBESTOS!*

WHAT IN BLAZES *IS* THAT CORNY-LOOKIN' GIZMO, ANYWAY?

TO PUT IT *SIMPLY*, IT'S A VARIATION OF A *POWER AMPLIFIER!* IT DRAWS ENERGY FROM AN UNKNOWN SOURCE FROM SOMEWHERE BEYOND THE CONFINES OF OUR SOLAR SYSTEM, AND CONVERTS IT INTO RAW, USABLE POWER!

THANKS A *HEAP* FOR PUTTIN' IT *SIMPLY!* NOW, HOW ABOUT SAYIN' IT IN *ENGLISH?*

HI, ALICIA BABY! COULDN'T STAY AWAY FROM YOUR DREAMBOAT BEN ANOTHER MINUTE, HUH?

IS *REED* HERE, BEN? I THINK HE SHOULD GO IN TO SUE! SHE SEEMS TO BE *UPSET* ABOUT SOME-THING!

SUE, UPSET? I'LL BE RIGHT THERE, ALICIA!

SUE, DARLING! I DON'T KNOW WHAT'S TROUBLING YOU, BUT PERHAPS THESE FLOWERS I TOOK FROM THE VASE INSIDE WILL MAKE YOU FEEL BETTER?

I'M AFRAID IT WILL TAKE MORE THAN SOME *FLOWERS,* REED DEAREST...!

I'VE NEVER *SEEN* YOU THIS WAY BEFORE! TELL ME, SUSAN--- WHAT *IS* IT? HAVE I *DONE* SOMETHING--?

OH, NO, REED-- I JUST WISH IT *WERE* SOME-THING THAT SIMPLE!

IT'S MY *FATHER!* I SIMPLY CAN'T RECONSILE MYSELF TO THE IDEA OF HIS MURDER GOING *UNPUNISHED!*

BUT, *SUE!* HE WAS KILLED BY THE *SKRULLS!* HIS DEATH WAS PLANNED ON A PLANET COUNTLESS *LIGHT YEARS* FROM HERE!

AND HE GAVE HIS LIFE TO SAVE *US* --TO SAVE ALL OF EARTH! ISN'T *THAT* COMFORT ENOUGH FOR YOU?

NO! FOR, SO LONG AS THE SKRULL MENACE *REMAINS,* THEY MIGHT INFECT THE *REST* OF THE STARS AT ANY TIME! WHO KNOWS WHEN THEY'LL STRIKE *AGAIN?!!*

EVEN AS THE TWO LOVERS SPEAK, A SKRULL SPACE YACHT CRUISES THRU THE EVENING SKY IN A FAR DISTANT GALAXY...!

MY LORD, *MORRAT* --IS IT NOT TIME WE RETURNED TO OUR HOME PLANET?

NOT *YET,* MY LOVELY PRINCESS! NOT WHILE THIS *ANGER* STILL RAGES IN MY HEART!

BUT, MORRAT! YOU *KNOW* I LOVE YOU! WHY SHOULD YOUR HEART BE SO FILLED WITH RAGE??

IT IS YOUR *FATHER,* THE KING! HE *STILL* REFUSES TO CONSENT TO OUR MARRIAGE!

HE *STILL* DISTRUSTS ME! *ME*--HIS GREATEST, HIS MOST POWERFUL WARLORD!

WAS IT NOT *I* WHO ARRANGED FOR THAT EARTHLING TO DIE WHEN HE RETURNED TO HIS HOME PLANET?? DID I NOT DO IT FOR THE GLORY OF THE SKRULL EMPIRE?!*

BUT IT WAS A *CRUEL*-- A *HEARTLESS* DEED! OH, *WHY* DO I LOVE YOU SO??

*AS SEEN IN F.F.#32 "DEATH OF A HERO!" --STAN.

MORRAT!! NO! PLEASE--- DO NOT SHOOT THAT HARMLESS GAME! THE NATIVES OF THIS PRIMITIVE PLANET *USE* THEM AS BEASTS OF BURDEN!

SILENCE, ANELLE! YOU ARE NOT *YET* MY WIFE!

NONE CAN TELL WARLORD MORRAT WHERE TO HUNT, OR *WHAT* TO HUNT! I DO WHAT PLEASES ME! AND, IT PLEASES ME TO REVEL IN MY *POWER!*

LOOK, ANELLE! SEE THE STEADY HAND, THE PIERCING EYE OF THE MAN YOU LOVE! SEE HOW NOTHING THAT LIVES CAN ESCAPE FROM WARLORD MORRAT!

ALL I CAN SEE IS THE HEART OF A *SAVAGE* BENEATH THE CLOAK OF A NOBLEMAN! YOU *FRIGHTEN* ME, MORRAT! I WISH WE HAD NEVER MET!!

MEANWHILE, IN ANOTHER PART OF THIS ENDLESS, UNFATHOMABLE UNIVERSE...

HEY! NOW WHERE'S EVERYONE SKIPPIN' OFF TO? WHAT ABOUT THE WEDDIN' REHEARSAL?

WE'RE POSTPONING IT, BEN! THERE IS SOMETHING WHICH SUE WANTS ME TO TAKE CARE OF FIRST--AND I'M GOING TO *DO* IT!

WE'RE GOING TO THE PLANET OF THE *SKRULLS*--TO BRING DR. STORM'S MURDERER TO JUSTICE!

WHAT??! YOU MUST BE *JOKING*, REED!

I'M *NOT* JOKING, JOHNNY! WE'RE GOING TO *DO* IT!

RICHARDS, YOU'RE A PROFESSIONAL *NUT*! EVEN IF YA FIND A WAY TO *GET* THERE, I AINT TACKLIN' A WHOLE *PLANET* JUST ON YOUR SAY SO!

I DIDN'T MIND TANGLIN' WITH THE *HULK*--OR *SUB-MARINER*--OR *DOC DOOM*--OR ANY OF THOSE *OTHER* SUPER-POWERED SCREWBALLS! BUT, A *WHOLE PLANET*--YEEESH!!

BEN DEAR, I *KNOW* YOU'RE ONLY THINKING OF *ME*! BUT, YOU MUSTN'T! I'LL UNDERSTAND! I KNOW HOW MUCH THIS MEANS TO SUE--AND TO JOHNNY! AND I KNOW YOU'D NEVER LET THEM GO *WITHOUT* YOU!

Y'KNOW SOMETHIN', HONEYBUG? IN THIS WHOLE CORNY, CRAZY, COCKEYED WORLD, THERE'S ONE LITTLE BLIND GAL WHO CAN SEE THINGS *CLEARER* THAN ANYONE ELSE!!

TAKE *CARE* OF YOURSELF, BABY--'CAUSE YOU'RE THE *GREATEST*!

TWO DAYS LATER, BOOSTED BY A GIANT SATURN ROCKET FROM CAPE KENNEDY, AND FITTED OUT WITH A NEW THRUST-DRIVE MECHANISM, ADAPTED FROM REED'S POWER RAY DEVICE, A ROARING PROTOTYPE SPACE SHIP HEADS TOWARDS THE UNKNOWN...!

GOSH, REED--HOW'D YOU EVER GET N.A.S.A.* ITSELF TO GO ALONG WITH YOUR PLAN?

WELL, JOHNNY, I'VE DONE A FEW FAVORS FOR THEM IN THE PAST --AND THEY WERE ANXIOUS TO TEST MY NEW POWER THRUST-DRIVE ANYWAY--!

*NATIONAL AERONAUTICS & SPACE ADMINISTRATION--*STAN.*

BUT, REED DARLING--THEY'RE SO MANY LIGHT YEARS AWAY! NO MATTER *HOW* FAST WE GO, WE'LL NEVER--!!

WE'RE NOT GOING THRU *NORMAL* SPACE, SUE! OUR FLIGHT WILL UTILIZE A SPACE TIME WARP--IN FACT--WE'RE ABOUT TO ENTER IT *NOW*--!

IF I SAW THIS ON THE "*TWILIGHT ZONE*", I'D THINK THEY WERE *KIDDIN'*!! HEY! WHAT'S *HAPPENIN'*--???

SECONDS LATER, WHEN THE GREAT SHIP STOPS TREMBLING...

NOBODY SPEAK!! IF I MAKE THE SLIGHTEST ERROR IN MY COMPUTATIONS, WE COULD BE LOST FOREVER IN THE ENDLESS ABYSS OF SUB-SPACE!

NOW HE TELLS US!

AND, AS THE LONG, TORTUOUS, INCREDIBLE FLIGHT CONTINUES THRU THE MYSTERIOUS SPACE TIME WARP, NOT A SOUND IS HEARD SAVE THE MUFFLED TICKING OF THE SHIP'S CLOCK, UNTIL--

HANG ON!! THE NEXT FEW SECONDS WILL TELL THE STORY! WE'RE READY TO BRIDGE THE GAP BETWEEN GALAXIES!

HERE WE GO!!

BUT, IT DOESN'T *FEEL* LIKE ANYTHING! YA CAN HAVE MORE FUN ON A ROLLER COASTER AT CONEY ISLAND!

IF IT'S *FUN* YOU WANT, BIG BUDDY, YOU SHOULDA STAYED HOME AND WATCHED CAPTAIN KANGAROO!

LOOK, HALF-PINT! ANOTHER DUMB CRACK LIKE THAT, AND I'LL--

HOLD IT, BEN! I WANT TO EXPLAIN THIS TO YOU--!

REMEMBER EINSTEIN'S THEORY --THAT THE UNIVERSE IS LIKE A BALL? WE'RE IN SUB-SPACE NOW --INSIDE THAT "*BALL*"-- READY TO BREAK OUT INTO THE *SKRULL GALAXY!*

SKRULL GALAXY

SUB SPACE

EARTH

BOY! GIVE YOU A PIECE OF CHALK, AN' A BLACKBOARD, AND THERE'S NO *STOPPIN'* YA!

BEN, YOU OLD PHONY, AS AN EX-TEST PILOT, YOU PROBABLY KNOW MORE ABOUT ALL THIS THAN *ANY* OF US DO!

LOOK! IT'S GETTIN' *LIGHTER!* WE'RE BUSTIN' *OUT* NOW!!

WE MADE IT!! WE'RE IN *NORMAL* SPACE AGAIN! RIGHT ON TARGET!

AND NOW FOR THE *SKRULLS!*

A PERSONAL NOTE: FOR THOSE OF YOU WHO MIGHT CLAIM OUR TALE IS TOO FAR-FETCHED, WE OFFER IN EVIDENCE THIS PHOTO, TAKEN BY REMOTE CONTROL VIA A SPECIAL CAMERA, EJECTED FROM THE SHIP AT THAT PRECISE MICROSECOND! UNFORTUNATELY, THE QUALITY OF THE PICTURE IS A TRIFLE HAZY, DUE TO THE FACT THAT NO FILM MADE ON EARTH IS SPECIFICALLY INTENDED FOR USE IN THE MURKY SKRULL ATMOSPHERE!

FASTEN YOUR SEAT BELTS! ACCORDING TO MY CALCULATIONS, THE PLANET WE WANT IS DIRECTLY AHEAD!

CHEEE! IT'S HARD TO BELIEVE THAT YOU'RE THE SAME GUY WHO GOT *LOST* WALKIN' TO THE A.&P. LAST WEEK!

MINUTES LATER, THE MIGHTY SHIP MAKES A SMOOTH, UNEVENTFUL LANDING, AND THEN--

REED--LOOK! AHEAD OF US! ARE THEY--SKRULLS?

NO, DEAR! THEY JUST SEEM TO BE A HARMLESS HUMANOID FORM OF FAUNA!

LOOKS LIKE THEY'RE A LOT MORE SCARED OF *US* THAN WE ARE OF *THEM!*

ONE OF 'EM LOOKS LIKE MY DEAR OL' AUNT PETUNIA--WEARIN' A BEATLE WIG!

BUT THEN, SUDDENLY--

SUE! YOUR *FORCE FIELD*--QUICKLY!! WE'RE BEING *ATTACKED!!*

WOW! JUST IN *TIME!*

BUT THEN...

WHAT *HAPPENED,* DARLING?

I DON'T *KNOW!* IT--IT FADED AWAY... AFTER JUST A FEW SECONDS!

DON'T *WORRY* ABOUT IT, KIDDIES! THERE'S NOTHIN' THEY CAN THROW AT US THAT A LITTLE BIT OF *MUSCLE* WON'T TAKE CARE OF! *MY* MUSCLE, THAT IS!

WHILE YOU'RE *FLEXING,* BIG MOUTH, I'LL START *FLYING!* HERE THEY *COME!*

FLAME ON!

OUR EARTHLING ENEMIES!! *DESTROY* THEM!!

SO! YOU KNOW WHO WE *ARE,* HUH? WELL, IT WON'T DO YOU ANY G---*UHHH!*

I DON'T *GET* IT! MY FLAME WENT OUT!! AFTER ONLY A FEW *SECONDS!!* BUT--*HOW??*

QUICK! USE YOUR *FREEZE-RAY* ON HIM!

HEY, *BEN!* STOP PICKIN' DAISIES AND COME A'RUNNIN'!! I CAN'T FLAME ON AGAIN!

I HEAR YA TALKIN', BUDDY BOY! HOW'S ABOUT TRYIN' THAT POP GUN ON *ME, CREEP!??*

GANGWAY!!! IT'S CLOBBERIN' TIME!

WITH LUCK, PERHAPS I CAN LASSO *ALL* OF THEM AT ONE TIME!! THEN, WE CAN HOLD THEM FOR *QUESTIONING!*

STAND YOUR GROUND, YOU CRAVEN COWARDS! WE SKRULLS ARE THE EQUALS OF *ANY* EARTHLINGS! I'LL *SHOOT* THE FIRST ONE TO RETREAT!

GIVE 'EM ONE FOR *ME,* BIG FELLA!!

BUT, BEFORE REED'S PLIABLE ARM CAN FIND ITS TARGET, A STARTLING SERIES OF EVENTS OCCUR...

FIRST, THE MIGHTY *THING* SUDDENLY COLLAPSES UNDER THE WEIGHT OF THE GIANT BOULDER WHICH HE HAD EFFORTLESSLY LIFTED JUST SECONDS BEFORE!

FOR THE LUVVA PETE! ALL OF A SUDDEN I FEEL LIKE A BLASTED *WEAKLING!*

WHILE THE INCREDIBLE ARM OF *MR. FANTASTIC* LOSES ITS RESILIENCY AND SNAPS BACK TO NORMAL SIZE AS THOUGH IT HAS A MIND OF ITS OWN!!

I-I CAN'T CONTROL MY LIMBS ANY LONGER!! MY BODY HAS LOST ITS ABILITY TO STRETCH!!

REED! THIS IS *TERRIBLE!* WE *ALL* SEEM TO HAVE LOST OUR MOST VITAL *POWERS!*

MEANWHILE, THE BATTLE-WISE SKRULLS LOSE NO TIME IN PRESSING THEIR SUDDEN ADVANTAGE....!

NOW! WHILE THEY'RE HELPLESS! GIVE THEM A BLAST WITH YOUR IMMOBILIZER RAY! *FIRE!*

WHIST!

THEN, LESS THAN SIXTY SECONDS LATER...

TAKE THEM TO WARLORD *MORRAT!* HE WILL REWARD US HANDSOMELY!

BY THE TIME THE SKRULLS' IMMOBILIZER RAY HAS WORN OFF, THE CAPTURED QUARTET FIND THEMSELVES IN A STRANGE, UNEARTHLY PRISON--!

WHY CAN'T WE EVER WIN AN *EASY* VICTORY? HOW COME WE ALWAYS HAVE TO DO IT THE *HARD* WAY?

WHAT MAKES YA THINK WE'RE *GONNA* WIN THIS ONE, JUNIOR? WITHOUT OUR *POWER*, WE COULDN'T FIGHT OUR WAY THRU *YANCY STREET!*

WE'VE GOT TO *TEST* OURSELVES, RIGHT AWAY--AND SEE JUST HOW MUCH POWER WE'VE LOST!

OH, REED!! IF WE'RE HELPLESS ON AN ALIEN PLANET--!

IT'S NO USE!! ALL I CAN MUSTER UP IS THE POWER OF A COUPLE OF SOGGY MATCHSTICKS!

BUT HOW CAN A LIVIN' DOLL LIKE *ME* LOSE HIS STRENGTH? MEBBE I WAS JUST *IMAGININ'* THINGS! I'LL GIVE 'ER THE OL' WHAMMO AND MAKE SURE--!

WHAP!

DIDJA HEAR *THAT*?? NOTHIN' BUT A PUNY *WHAP!!* *ME*-- WHO USEDTA NEVER GET ANYTHING LESS THAN A *BAR-OOOM*, OR AT LEAST A *KA-POWW!*

YOU JUST BARELY CHIPPED THE WALL, BEN! YOU *ARE* WEAKER, OLD FRIEND!

THE ONE THING I DIDN'T EXPECT-- SOMETHING IN THE SKRULL ATMOSPHERE HAS DESTROYED OUR POWERS!!

LOOK! WE'RE BEING *WATCHED!* IT'S ONE OF THE *SKRULLS!*

JUDGING BY HIS INSIGNIA, HE'S A *HIGH-RANKING* OFFICER OF SOME SORT!

HE SEEMS TO BE TRYING TO MAKE UP HIS MIND WHAT TO *DO* WITH US!

MORRAT! IF YOU'VE CAPTURED FOUR EARTHLINGS, YOU MUST TELL MY *FATHER!* THE KING MUST *KNOW* ABOUT IT!

OF *COURSE*, MY BELOVED ANELLE! I HAVE NO SECRETS FROM OUR NOBLE SOVEREIGN!

SLAM!

OH, MORRAT-- EVEN THOUGH YOU HAVE WON MY *HEART*, MY *HEAD* TELLS ME NOT TO *TRUST* YOU! IF ONLY YOU WERE NOT SO RUTHLESS--SO AMBITIOUS--!

FOOLISH CHILD! ALL I DESIRE IS TO SERVE MY KING--AND MY PRINCESS!

NOW GO, MY LOVELY ONE! FOR I HAVE MAN'S WORK TO DO! AND HAVE NO FEAR!

VERY WELL, MORRAT-- I SHALL DO AS YOU SAY! BUT REMEMBER--YOU MUST DELIVER THE EARTHLINGS TO MY FATHER AT ONCE!

SHE'S *GONE!! TO ME,* MY LOYAL WARRIORS!! THE TIME IS COME FOR *ACTION!*

FATE HAS GIVEN ME THE MEANS TO OVER-THROW OUR WEAKLING KING! SOON, THE CROWN SHALL BE *MINE!*

WHEREVER YOU LEAD, WE SHALL *FOLLOW,* NOBLE MORRAT! TELL US YOUR PLAN!

WE MUST *SLAY* THE FANTASTIC FOUR! THEN, THE ENTIRE KINGDOM MUST LEARN THAT THEY DIED AT *MY* HANDS!

I SHALL BE ACCLAIMED AS THE GALAXY'S GREATEST HERO! THREE TIMES BEFORE, THE EARTHLINGS HAVE FOILED OUR PLANS.* NOW, IT TAKES *MORRAT* TO DESTROY THEM!

* F.F.#'S 2, 18, AND 32-- STAN.

AND SO, AS THE WICKED SKRULL AND HIS HENCHMEN APPROACH THE CELL...

THERE MUST BE *SOME* WAY TO GET MY EVER-LOVIN' *STRENGTH* BACK! MEBBE IF I CHOMPED ON SOME *VITAMIN PILLS--!*

IT'LL TAKE MORE THAN A FEW PILLS TO GET US OUT OF *THIS* ONE, BEN!

IT'S ALL *MY* FAULT! IF ONLY I HADN'T INSISTED! WHAT HAVE I *DONE* TO US ALL??

DON'T BLAME YOURSELF, DARLING! WE KNEW THE RISKS!

DORRIE WON'T HAVETA WORRY ABOUT ME SHOUTIN' *FLAME ON* ANY MORE!

SUDDENLY...

LOOK! THE DOOR IS SLIDING OPEN!

HOT ZIG!! LET'S GET *OUTA* HERE!

HOLD ON, BEN! IT COULD BE A *TRAP!*

NUTS! EVEN A TRAP'S BETTER THAN JUST SITTIN' AROUND WAITIN' FOR OLD AGE TO POLISH US OFF! GANGWAY!!

STOP HIM, JOHNNY! HE DOESN'T KNOW WHAT HE'S DOING!

NO NEED FOR ALARM, EARTHLING! WE SHALL STOP HIM!

HAH! WE'LL STOP ALL OF THEM!

THE RANGE IS SET! AT MY COMMAND-- FIRE!

BUT, DESPERATELY, REED HURLS HIMSELF INTO THE FORE--

STOP! DON'T SQUEEZE THOSE TRIGGERS!! I HAVE SOMETHING TO TRADE -- IN RETURN FOR OUR LIVES!

SPEAK! AND SPEAK FAST!

YOU KNOW WHO I AM! MY SCIENTIFIC KNOW-HOW HAS DEFEATED YOU IN THE PAST! BUT NOW--I OFFER YOU--THE WORLD!!

SPARE OUR LIVES, AND I'LL SHOW YOU HOW TO GET UN-LIMITED POWER!!

REED! WHAT ARE YOU SAYING?? YOU CAN'T!! YOU MUSTN'T!!

YOUR PROPOSITION INTRIGUES ME, EARTHLING! WE SHALL HOLD OUR FIRE WHILE YOU CONTINUE TALKING!

NOW, PROCEED! YOU KNOW THAT YOU CAN TRUST US!

AT THAT MOMENT, IN THE IMPERIAL SKRULL PALACE, WE FIND...

WHERE HAVE YOU *BEEN*, MY DAUGHTER? I SAW YOU NOT THIS ENTIRE DAY!

I--SPENT THE DAY WITH WAR-LORD MORRAT, MOST NOBLE FATHER! MY HEART WISHES WITH YOU WOULD LOOK FAVOR UPON HIM!

NEVER! I DO NOT *TRUST* HIM! HE HAS THE LOOK OF A MAN WHO LONGS TO WEAR MY CROWN! BUT, BY THE GALAXY, IT SHALL NEVER BE HIS!!

I MUST CHANGE THE SUBJECT QUICKLY, BEFORE FATHER FLIES INTO AN UNCONTROL-LABLE *RAGE!*

WHAT THINK YOU OF THE CAPTURE OF THE *FANTASTIC FOUR*, FATHER?? HOW DO YOU PLAN TO *DEAL* WITH YOUR EARTHLY PRISONERS?

WHAT IS THIS YOU SAY??? THE *FANTASTIC FOUR* --*HERE?* CAPTURED?? BY *WHOM?*? WHY WAS I NOT *TOLD?*?

IT WAS *MORRAT!!* HE--HE *PROMISED* TO INFORM YOU *IMMEDIATELY!!*

HE HAS TOLD ME *NOTHING!* BY MY SCEPTER, THIS SMACKS OF HIGH *TREASON!!*

COME! WE MUST *FIND* HIM AT ONCE! HE HAS GONE TOO FAR THIS TIME! NOW HE SHALL FEEL MY ROYAL *WRATH!*

OH, MORRAT-- MY BELOVED! WHAT HAVE I *DONE* TO YOU BY SPEAKING THUS RASHLY?!!

WHILE, IN ANOTHER AREA OF THE SKRULL PLANET...

SO! THIS IS THE WEAPON THAT CAN MAKE ME SUPREME!! I MUST HAVE IT! I MUST LEARN ITS OPERATION! AND THEN--I SHALL RULE ALL!

I NEVER THOUGHT YOU'D DO IT, REED! HOW COULD YOU GIVE YOUR POWER-RAY TO--TO HIM?!!

WE'LL DISCUSS THAT LATER, JOHNNY! DON'T INTERRUPT ME NOW!

WHATAYA MEAN DON'T INTERRUPT YA?? YOU'RE FIXIN' TO KNUCKLE UNDER TO A CREEP LIKE HIM, AND WE'RE SUPPOSED TO CLAM UP, HUH? WELL, I AINT BUYIN', SEE??

STAY BACK, BEN! I'M THE ONE WHO MAKES THE DECISIONS FOR THIS TEAM, AND NOBODY CHANGES THOSE DECISIONS! NOT EVEN YOU!

YOU--YOU'D TURN THAT ON ME?? ON YOUR OWN BUDDY? WHY, YOU DOUBLE-DEALIN', BACK-STABBIN' YELLA-BELLIED CRUMB--!

I'LL TURN IT ON ANYONE WHO TRIES TO STOP ME!! AND THAT GOES FOR JOHNNY-- AND EVEN SUE!! SURVIVAL IS ALL THAT MATTERS!!

MY DARLING-- NO--!!

SIS-- LOOK OUT!! UHHH --!!

BZZZZZZ

QUICKLY! SEIZE THE POWER-RAY! TAKE IT FROM THE EARTHLING BEFORE HE THINKS TO USE IT AGAINST US!

NOW THAT I SEE HOW EASILY IT OPERATES, WE NEED DELAY NO LONGER! ATTACK!!

NO! NO! YOU CAN'T!! YOU SAID YOU'D *SPARE* US! YOU *PROMISED*--!!

REED-- WE TRUSTED YOU-- AND YOU *FAILED* US--!

THE FOOL REMINDS US OF MY PROMISE! *SHOW HIM* WHAT A PROMISE MEANS TO *WARLORD MORRAT*!!

I DO AS YOU COMMAND, WARLORD! BUT--WHY DOES HE NOT *PERISH*?? AND-- WHY DO THE *OTHERS* STILL LIVE??

BECAUSE IT IS *YOU* WHO ARE THE FOOLS!! WE *NEEDED* THAT RAY TO RESTORE OUR *POWER*!!

WOWEEE! WE SHOULDA *KNOWN*! OL' REED DID IT AGAIN! HE *OUT-SMARTED* 'EM!

AWWW-- I KNEW IT ALL THE *TIME*!

REED IS STRETCHING! JOHNNY IS FLAMING AGAIN! AND-- I CAN TURN *INVISIBLE* NOW, TOO!

I HATE TO BE AN INDIAN-GIVER, BOYS-- BUT I'M TAKING THIS *BACK* NOW!

IF *YOU* WANT ONE, YOU'LL HAVE TO BUY YOUR *OWN* LITTLE ERECTOR SET AND SEE HOW HANDY YOU ARE!!

THWOP!

SHOOT HIM! *DESTROY* HIM! DESTROY THEM *ALL*!

IT WILL MEAN YOUR *LIVES* IF ONE OF THEM ESCAPES!! DEATH TO THE EARTHLINGS!

THE ONLY WAY YOU'LL BE ABLE TO HIT *US*, BROTHER, IS WITH *SPITBALLS!!* THERE ISN'T A WEAPON MADE THAT *WE* CAN'T HANDLE!!

FLEE!! NOTHING CAN WITHSTAND THE FURY OF HIS FLAMES!!

BAH! I'M *STILL* WARLORD HERE! MY REMOTE-CONTROLLED ISO-MISSLES WILL DEMOLISH ANYTHING THAT LIVES!!

NOT IF *I* DO A LITTLE DEMOLISHIN' ON MY *OWN* WHILE THEY'RE PASSIN' BY, BUTTERCUP!!

WHOOM!

NICE GOIN', BIG BUDDY! BUT *I'LL* FINISH OFF THE SECOND ONE!

I WOULDN'T WANT YOU TO SPRAIN THOSE DAINTY LITTLE FISTS OF YOURS!

THEY CAN *STILL* BE STOPPED WITH OUR *DEMOLO-GUNS*, BUT YOU CRINGING COWARDS ARE TOO FEARFUL TO AIM CORRECTLY!

GIVE *ME* THAT WEAPON! I'LL SHOW YOU HOW TO BLAST THE ACCURSED EARTHLINGS!

DID ANYONE EVER TELL YOU THAT YOU'RE A VERY *HOSTILE* PERSON??

WHA-WHAT DEMONIACAL ENCHANTMENT IS *THIS*??!

WAIT! I REMEMBER! THE GIRL HAS THE POWER OF *INVISI-BILITY!* SHE MUST BE WITHIN THIS CONFINE! *BLAST HER!!* KEEP FIRING!!

I-I'M TRAPPED BY THEIR CROSS-FIRE!!

BUT THEN, A CHARGING MASS OF MUSCULAR FURY PLOWS INTO THE HAPLESS MARKSMEN...

IF IT'S A *FIGHT* YOU GUYS ARE LOOKIN' FOR--!

STAND YOUR GROUND! HE CAN'T DEFEAT *ALL* OF US!! *REINFORCEMENTS!!* ON THE *DOUBLE!*

SORRY, PLAYMATES-- I'LL HAVETA LET YOU *GO* FOR A WHILE! I HEAR *COMPANY* COMIN'--!

AWWW! NOW WASN'T THAT *CARELESS* OF ME! YA ALL DROPPED RIGHT DOWN ON TOP OF YOUR PALSIES!

WAMM!

THEN, AT THAT CRUCIAL MOMENT, A STERN, COMMANDING, IMPERIOUS VOICE RINGS OUT--!

MORRAT! PUT AN END TO YOUR CLUMSY BATTLING! YOUR SOVEREIGN COMMANDS YOU!!

THE KING!!

HEY! HOW MANY ARMIES ARE WE GONNA HAVETA CLOBBER BEFORE WE CAN TAKE A BREAK??

STAND FAST! FOLLOW MY LEAD!

YOUR MAJESTY, I PRESENT YOU WITH THESE ALIEN PRISONERS WHOM I HAVE CAPTURED! GUARDS! SECURE THE CAPTIVES!

YOU LIE, AS ALWAYS, MORRAT! HAD MY PERSONAL GUARD NOT APPEARED, YOU AND YOUR MEN WOULD HAVE BEEN DEFEATED! AND YOU NEVER INTENDED TO BRING THE ALIENS TO ME!

FATHER! HE IS YOUR OWN WAR-LORD! HOW CAN YOU--?

SILENCE, ANELLE!

HE IS WARLORD NO LONGER! STRIP HIM OF HIS INSIGNIA! PUT HIM IN CHAINS! I BRAND MORRAT AS A TRAITOR TO THE REALM!

SO! YOU DARE TO FORCE A SHOWDOWN! VERY WELL!! WE SHALL SEE WHICH OF US IS THE STRONGER! DEATH TO THE KING!!

NO! THE ODDS ARE HOPELESS! WE WILL NOT FIGHT!

THUS, DESERTED BY HIS OWN FOLLOWERS, MORRAT FACES THE ONLY FATE A TRAITOR CAN EXPECT...!

NO! DON'T FIRE!! YOU MUSTN'T--!! I LOVE HIM! I LOVE HIM!!

ANELLE! COME BACK!!

SHE RAN INTO THE LINE OF FIRE--BEFORE I COULD STOP MY MEN!! ANELLE--MY CHILD!! WHAT HAVE I DONE TO YOU!!??

MAY THE GODS FORGIVE US,!! OUR WEAPONS WERE SET! WE COULD NOT STAY OUR HANDS IN TIME!

BUT, THOUGH THE DEADLY BLASTS STRIKE THE EVIL MORRAT WITH FATAL EFFECT, THEY SEEM TO MIRACULOUSLY BE *DEFLECTED* BEFORE THEY CAN STRIKE THE WEEPING PRINCESS WHO IS DIRECTLY IN THE LINE OF FIRE!!

MORRAT!! MORRAT!! OH NO!! NO!

STAY BACK, MY PRINCESS,' I HAVE FAILED!! IT IS *BETTER* THUS!! LIFE CAN HOLD NO--*UNNHHHH--!*

MY DAUGHTER *LIVES!!* SHE IS UNSCATHED!! IT IS A *MIRACLE!*

NOT *QUITE,* YOUR MAJESTY!

YOU HAVE *THIS GIRL* TO THANK FOR YOUR DAUGHTER'S LIFE! ANELLE WAS SAVED BY HER *INVISIBLE FORCE FIELD!*

WHAT.?? I MUST BE GRATEFUL TO AN *EARTHLING?!!*

THOUGH THE VERY *SIGHT* OF YOU IS REPUGNANT TO MY EYES, YOU MAY ASK ANY BOON OF ME! YOU HAVE *EARNED* THE RIGHT!

THERE IS BUT *ONE* BOON YOU CAN GRANT.' GIVE US THE SKRULL RESPONSIBLE FOR THE DEATH OF THE PRISONER YOU RETURNED TO EARTH MANY MONTHS AGO!

FOR, THE VICTIM OF THAT INFAMOUS DEED WAS THIS GIRL'S *FATHER!*

THEN, I AM *DOUBLY* PLEASED AT THIS TURN OF EVENTS.' *THERE!* THERE IS THE ONE YOU SEEK!

IT WAS EVIL *MORRAT* WHO PLANNED THE DECEPTION.' MORRAT, THE TRAITOR.'

AND NOW, MY DEBT TO YOU IS *PAID!* WITH THE SLAYING OF MORRAT, EARTH NEEDS FEAR THE SKRULLS NO LONGER!

IT WAS *HE* WHO CRAVED TO CONQUER EARTH! TO *ME*, YOU ARE ALIEN SAVAGES-- YOU ARE BENEATH MY IMPERIAL NOTICE! NOW *GO*--WHILE YOU STILL MAY!

THAT'S THE BEST OFFER I HEARD ALL DAY! THOSE GUYS ARE FOR THE *BIRDS!*

NOW THAT IT'S OVER--I REALIZE REVENGE *ISN'T* SO SWEET, AFTER ALL--!

WE DID WHAT *HAD* TO BE DONE, DARLING! YOU MUST HAVE NO REGRETS!

THE *PRINCESS* SURE GOT THE SHORT END OF THE STICK! SHE'S CRYIN' HER EYES OUT!

IT'S A DIFFERENT GALAXY--WITH A DIFFERENT RACE OF LIVING BEINGS-- AND YET--

IT SEEMS THAT AMBITION, AND HATE, AND *LOVE*, ARE THE SAME EVERYWHERE IN THE UNIVERSE!

PERHAPS WE'RE NOT REALLY SO DIFFERENT FROM OTHERS--EITHER ON EARTH--OR IN THE ENDLESS VOID OF SPACE!

AND, THE DAY ALL OF MANKIND REALIZES THAT LESSON--WE SHALL COME A STEP CLOSER TO BROTHERHOOD--AND UNIVERSAL PEACE!

MEANWHILE, A TENSE VIGIL CONTINUES ATOP THE BAXTER BUILDING...

SURELY THEY COULD NOT HAVE FORGOTTEN THE WEDDING REHEARSAL, MY DEAR!

THEY'LL BE HERE, REVEREND! SOMEHOW, SOME WAY, MY HEART TELLS ME--THEY'LL BE HERE!

LISTEN! THAT DISTANT SOUND! LIKE A MIGHTY *ROCKET*--ROARING OVERHEAD--HEADING EASTWARD TOWARDS THE SEA!

A ROCKET? I WAS NOT AWARE OF ANY LAUNCHINGS PLANNED FOR THIS TIME!

SECONDS LATER, THE GREAT SHIP FINDS ITS FINAL RESTING PLACE BENEATH THE OCEAN DEPTHS, AS FOUR WEARY FIGURES RIDE WITHIN A WHIRLING *VACUUM SPOUT*, CAUSED BY THE TORCH'S FLAMING HEAT--!

GOOD BOY, JOHNNY! I *KNEW* YOU COULD DO IT!

HE'S USING HIS NEAR-NOVA HEAT! CAN IT LAST *LONG* ENOUGH?

IT *BETTER* LAST, KIDDO! I AINT EXACTLY BUILT FOR *GLIDIN'*!

-*WHEW*- JUST IN TIME! I COULDN'T HAVE KEPT ABLAZE MORE THAN A FEW SECONDS LONGER!

I'LL SEND A FULL REPORT TO N.A.S.A. AS SOON AS POSSIBLE! THE SHIP WORKED LIKE A CHARM!

YEAH! ALL IT NEEDED WAS A SQUIRREL TAIL ON THE AERIAL!

BEN, YOU'RE *IMPOSSIBLE*!

FINALLY, AFTER MAKING A SOMEWHAT STARTLING ENTRANCE...

HI, ALICIA BABY! DIDJA *MISS* ME?

ALICIA! AND REVEREND MILLER!

OH! OF *COURSE*! THE WEDDING REHEARSEL!

SORRY WE'RE *LATE*! WE, EH, WERE UNAVOIDABLY DETAINED!

YOU *MADE* IT! I *KNEW* YOU WOULD!

MY GOODNESS--!

THE VICAR *WARNED* ME THAT I'D FIND YOU RATHER-- UNUSUAL! BUT, I NEVER--

OH WELL! SHALL WE BEGIN?

MOMENTS LATER...

THE REHEARSAL IS GOING VERY WELL-- BUT, COULD WE HAVE A BIT LESS *NOISE*?

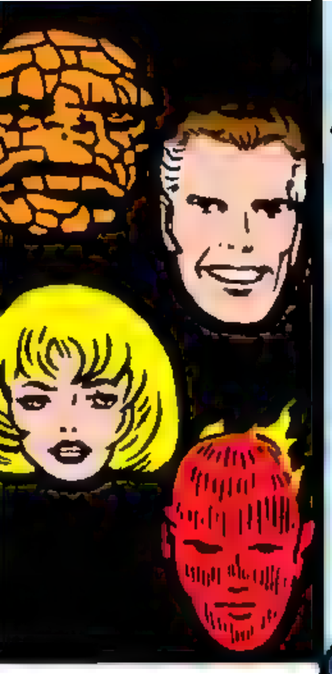
I CAN'T *HELP* IT! THESE THINGS *ALWAYS* MAKE ME BLUBBER!

HONK!

SNIFF!

GLUB!

AND SO, THE WEDDING DAY DRAWS EVER CLOSER! BUT, AS THE FABULOUS GROUP PROCEEDS WITH THE REHEARSAL, NONE OF THEM SUSPECT THE DREAD DANGER WHICH THEY ARE SOON TO FACE! A DANGER WHICH ONLY STAN AND JACK COULD CREATE--AND ONLY THE F.F. CAN *OVERCOME*! DON'T MISS OUR NEXT GREAT ISH--WE'RE PRODUCING IT JUST FOR *YOU*!



MARVEL COMICS GROUP 12¢

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

38 MAY

IND.

NOT A DREAM!! NOT AN IMAGINARY TALE!! IT HAD TO HAPPEN SOONER OR LATER!! AT LAST, THE FABULOUS F.F. ARE...

"DEFEATED BY THE FRIGHTFUL FOUR!"

THE M.M.M.S. WANTS YOU!

THE FABULOUS F.F., INCREDIBLE AS IT MAY SEEM, ARE...

"DEFEATED BY THE FRIGHTFUL FOUR!"

No, JOLLY JACK KIRBY HASN'T FINALLY POPPED HIS CORK! THERE REALLY *IS* AN EXPLANATION FOR THIS SCENE! REED, BEN, AND JOHNNY ARE STANDING ON A HUGE, OVERSIZED BLOWUP OF A *PHOTO* WHICH THEIR AUTOMATIC CAMERAS TOOK WHILE THEY WERE RETURNING TO EARTH FROM THE SKRULL GALAXY (*SEE ISSUE #37*). BUT, IF YOU'RE WONDERING WHAT IT'S A PHOTO *OF*... WELCOME TO THE CLUB!

INTRODUCING: ONE OF THE MOST UNBREDICTABLE VILLAINS OF ALL TIME! WAIT TILL YOU SEE: **THE TRAPSTER!**

NEXT TIME YOU SPEND OUR DOUGH GETTIN' A PICTURE ENLARGED MAKE SURE IT'S A PIC OF SOME *BLONDE*, WILLYA?

THIS REALLY TAKES THE CAKE! YOUR AUTOMATIC CAMERA GIVES US A PHOTO, AND WE DON'T KNOW WHAT IT *IS*!

I SUSPECT IT'S A SECTION OF ONE OF THE SKRULLS' POWER PLANTS! BUT I CAN'T BE CERTAIN!

THE GANG IN THE BULL-PEN FEEL THAT THIS STARTLING EPIC IS ONE OF THE SUPREME ACHIEVEMENTS OF THE MARVEL AGE OF COMICS! WE HOPE YOU WILL AGREE!

PRESENTED BY THE MOST HONORED NAMES IN ALL OF COMICDOM:

STAN LEE, WRITER.

JACK KIRBY, ILLUSTRATOR.

CHIC STONE, INKER • *S. ROSEN*, LETTERER

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PERHAPS IF WE STUDY SOME OF THE *OTHER* ENLARGEMENTS FROM THE SKRULL GALAXY, WE CAN FIND SOME SORT OF PATTERN TO THEM!

YOU STUDY 'EM, STRETCHO! *I'M* GONNA SEE WHAT'S ON *T.V.!*

I'LL BET WE COULD MAKE A FEW BUCKS SELLING *THIS* ONE TO "MONSTERS TO LAUGH WITH!"

BUT SUDDENLY, REED HEARS SOFT BREATHING BEHIND HIM, AND THEN...

REED RICHARDS! I'M *SURPRISED* AT YOU! YOU *SHOULD* BE SPENDING YOUR TIME GOING OVER OUR *WEDDING PLANS!*

WHO IN BLAZES...?!! OH, SUE! I DIDN'T SEE YOU COME IN, HONEY!

NATURALLY YOU DIDN'T! I'M *INVISIBLE!!*

I MAY NOT BE ABLE TO *SEE* YOU, BUT I'LL *STILL* TEACH YOU NOT TO GO AROUND MUSSING MY HAIR, YOUNG LADY!

WOULD YOU RATHER I MUSS SOME *OTHER* MAN'S HAIR?

COME'N *GET* HER, REED! SHE CAN'T GET PAST ME WHEN I... **FLAME ON!**

OH! TO THINK MY OWN KID BROTHER WOULD TURN AGAINST ME THAT WAY!

TO SAY *NOTHIN'* OF YOUR KID BROTHER'S BIG BUDDY! NO EXIT *HERE*, LADY! US MEN GOTTA STICK TOGETHER!

YOU...YOU *BENEDICT ARNOLD, YOU!!*

FLATTERY'LL GETCHA *NOWHERE!*

HEY, RUBBER HEAD! YA WANT I SHOULD CATCH HER FOR YA?

BENJAMIN J. GRIMM! IF YOU DON'T GET OUT OF MY WAY THIS INSTANT... I'LL.. I'LL.. NEVER SPEAK TO YOU AGAIN!

OH! PERISH FORBID! I WOULDN'T WANT THAT TO HAPPEN!

HERE, BIGDOME, SHE'S ALL YOURS!

MEN! YOU JUST CAN'T RESIST ACTING LIKE SILLY LITTLE BOYS, CAN YOU?

PERHAPS NOT, DARLING... BUT WHO WAS IT WHO MUSSED WHOSE HAIR, WHEN?

CHEEE! IF YOU TWO ARE GONNA START ACTIN' ALL CUTE AND MUSHY, I'M CUTTIN' OUT!

HEY! WAIT FOR ME!

SORRY, BENJY! I'M GONNA TAKE DORRIE OUT FOR A SODA... AND THREE'S A CROWD! IN FACT, WHEN YOU'RE THE THIRD ONE, THREE'S A WHOLE STAMPEDE!

AND NOW THAT WE'VE GOT YOU CONVINCED OUR STORY WILL NEVER GET STARTED, HANG ONTO YOUR HAT... BECAUSE, HERE WE GO..!

AM I SEEIN' THINGS?? OR IS THAT A MAN FLOATING AROUND UP THERE?

THE TORCH! I MUST VANISH, ...FAST!

WHEN *NEXT* HE MEETS THE *WINGLESS WIZARD* IT MUST BE AT A TIME AND PLACE OF MY OWN CHOOSING!

HAH! MY *ANTI-GRAV* POWER ENABLES ME TO SOAR INTO THE SKY SO RAPIDLY THAT THE FIERY JUVENILE WILL THINK HE WAS MERELY *SEEING* THINGS!

BUT NOW, IT IS TIME FOR ME TO RENDEZVOUS WITH THE OTHER MEMBERS OF MY NEWLY FORMED *FRIGHTFUL FOURSOME!*

SUDDENLY, FROM A WINDOW OF THE LONELY LOG CABIN, A HAND JUTS OUT! IT IS SEEMINGLY A NORMAL, AVERAGE, ORDINARY HAND...

I THOUGHT I *HEARD* SOMETHING!

BUT, SOMETIMES LOOKS CAN BE *VERY* DECEIVING! ESPECIALLY WHEN THE HAND BELONGS TO...THE *SANDMAN!!*

IF ANYONE'S PROWLIN' AROUND OUT THERE... *THIS'LL* STOP 'EM!

SANDMAN! YOU CARELESS FOOL! STOP IT! IT IS *I!!*

IT'S YOUR *LEADER...THE WINGLESS WIZARD!*

SOME LEADER! LOOK HOW *EASY* I CAUGHT YA! WITHOUT EVEN HALF TRYIN'!

ANYWAY, YOU ALWAYS TOLD US WE CAN'T AFFORD TO TAKE ANY *CHANCES*, RIGHT?

PUT ME DOWN! *PUT ME DOWN!*

HEY! LET'S HAVE A LITTLE LESS NOISE HERE WHEN I'M TRYING ON MY NEW COSTUME, HUH?

YOU ARROGANT CLOD! I'LL SHOW YOU WHICH OF US IS THE MOST POWERFUL! MY ANTI-GRAV POWER CAN CONTROL ANYTHING!

BE CAREFUL, WIZARD! HE MEANT NO HARM!

YOU'RE NOT SCARIN' ME, CHUM! IF IT'S A FIGHT YA WANT...!

THIS IS AS GOOD A CHANCE AS ANY TO USE MY NEW TRAPS! I'M THROUGH BEING CALLED PASTE-POT PETE!..IT SOUNDED TOO MUCH LIKE A COMIC TITLE!

SO, FROM NOW ON, I'LL BE KNOWN AS...THE TRAPSTER! THAT'S A NAME WITH DIGNITY... WITH DRAMA TO IT!

BY USING MY GREAT PASTE POWERS ON OTHER DEVICES, TO MAKE THEM STICK, I CAN ARRANGE A TRAP FOR ANYTHING... LIKE THIS!

A SONIC SOUND BLAST... DEAFENING ME! CAN'T BEAR IT.. BLACKING OUT!

WOW! I'M EVEN BETTER THAN I THOUGHT! SORRY, WIZ! IT WAS JUST AN EXPERIMENT!

THE TRAPSTER! YOUR NEW NAME HAS A THRILLING RING TO IT! AND YOU LOOK MOST IMPRESSIVE IN YOUR NEW COSTUME, MY HAND-SOME ONE!

THANKS, MEDUSA! YOU'RE PRETTY EASY ON THE EYES YOUR-SELF!

SOME LEADER YOU ARE, WIZARD! MAYBE IT'S TIME WE HELD A NEW LITTLE ELECTION AROUND HERE, HUH?

YES! IT IS TIME!

IT IS TIME I DEMONSTRATE, ONCE AND FOR ALL, THAT ONLY *I* AM STRONG ENOUGH TO HEAD THE *FRIGHTFUL FOUR!!*

AND THERE, IN THE NEXT AMAZING INSTANT, THE ARCH-VILLAIN KNOWN AS THE ***WINGLESS WIZARD***, GIVES AN EXHIBITION OF HIS AWESOME MASTERY OVER THE FORCE OF GRAVITY, SUCH AS NO HUMAN EYES HAVE EVER BEHELD BEFORE...OR ARE LIKELY TO EVER WITNESS AGAIN!

THE NEXT DAY, THE MOST FAMOUS BLONDE IN NEW YORK EXCITEDLY VISITS AN EXCLUSIVE EAST SIDE FASHION HOUSE ...

WHEN I RECEIVED YOUR CALL, I WAS SO THRILLED I RUSHED RIGHT OVER WITHOUT THINKING TO CHANGE CLOTHES FIRST!

OUR NEW DESIGNER IS WAITING FOR YOU, MISS STORM! SHE'LL BE RIGHT IN!

GOOD DAY, MISS STORM! I TRUST YOU LIKE THE ORIGINAL CREATIONS I HAVE DESIGNED ESPECIALLY FOR YOUR TROUSSEAU!?

THEY'RE SIMPLY *GORGEOUS!* WHEREVER DID YOU GET SUCH *INSPIRATIONS* FROM ??

THE *WIZARD* HELPED ME TO CREATE THEM!

THE *WIZARD*..??

WHY, *YES*, MISS STORM! A PITY YOU DIDN'T RECOGNIZE ME AS... *MADAM MEDUSA!!*

IT'S A *TRAP*... AND I WALKED BLINDLY *INTO* IT!

GOOD WORK, BEAUTIFUL! AND NOW, THE *TRAPSTER* WILL SNARE HER BEFORE SHE CAN SAVE HERSELF WITH HER INVISIBLE SHIELD!

THUP!

SECONDS LATER, IN BROAD DAYLIGHT, IN FULL VIEW OF THOUSANDS, THE *WINGLESS WIZARD* EMPLOYS HIS ANTI-GRAV POWER TO WHISK HIS HELPLESS CAPTIVE, AND HIS TWO EVIL PARTNERS, INTO THE SKY!

YOU WON'T GET AWAY WITH THIS! THE *FANTASTIC FOUR* WILL COME AFTER YOU!

THAT, MY DEAR, IS PRECISELY WHAT I *DESIRE!*

A FEW HOURS LATER...

EXTRA! EXTRA! READ ALL ABOUT IT! THE FRIGHTFUL FOUR CHALLENGES THE FANTASTIC FOUR! EXTRA! EXTRA!

DAILY CHRONICLE

SUSAN STORM ABDUCTED BY FRIGHTFUL FOUR!

NIGHTMARISH COUP CARRIED OUT IN FULL VIEW OF HORRIFIED POPULACE!

ACTION SCENE

THEN, MINUTES AFTER THE PAPERS ARE SOLD OUT, AS ONE OF THE PURCHASERS WALKS DOWN THE STREET...

WHA...?!!

HEY! LEMME BORROW THAT RAG FOR A WHILE, HUH?

THANKS, PAL! I JUST WANNA SEE WHAT THEY'RE SHOUTIN' ABOUT THE FANTASTIC FOUR! I'LL GIVE YA BACK YOUR DIME...!

N-NO! DON'T BOTHER! YOU CAN *HAVE* IT... HONEST! JUST LET ME DOWN! PLEASE... LET ME *DOWN!*

OKAY, SWEETIE! BUT YA'LL NEVER GIT RICH TOSSIN' YOUR DOUGH AROUND LIKE THAT!

WHUP!

Quimby's MATTRESSES

AND THEN, AFTER THE MIGHTY-MUSCLED *THING* HAS SCANNED THE HEADLINES...

BEN! WE'VE BEEN *WAITING* FOR YOU!

I WOULDA COME *SOONER!* I WAS WITH ALICIA... I DIDN'T FIND OUT TILL NOW!

QUIET! I'M ON A TRANS-HEMISPHERIC VIDEO NETWORK, TRYING TO FIND SOME TRACE OF THEM!

BUT THEN, AFTER LONG, ANGUISHED MOMENTS...

IT'S NO USE! NOT A TRACKING STATION ON EARTH HAS SEEN ANY SIGN OF THEM! THEY COULD HAVE TAKEN HER ANYWHERE ... *ANY-WHERE!!*

EASY, REED! EASY! BEN, YOU BETTER *GRAB* HIM...!

C'MON, PAL! WE'LL FIND HER! YOU KNOW THE GOOD GUYS ALWAYS WIN IN THE END!

BUT THE FOUR OF THEM ARE SO THOROUGHLY *EVIL!* THERE'S NO TELLING *WHAT* THEIR PLANS ARE! IF ANY HARM COMES TO THAT GIRL..IF.. *NO!* I CAN'T BEAR TO *THINK* OF IT!

THIS IS THE REASON I SHIED AWAY FROM ROMANCE ALL THESE YEARS! ONCE AN ENEMY KNOWS THAT ONE OF US IS IN *LOVE*, HE CAN *STRIKE* AT US... THROUGH OUR LOVED ONE!

I-I KNOW HOW YA FEEL, REED! IF ANYONE EVER TRIED TO HARM ALICIA...!!

MEANWHILE, THE ANTI-GRAV SHIP OF THE FRIGHTFUL FOUR NOISELESSLY SPEEDS TO ITS DESTINATION, MOVING TOO LOW AND TOO SWIFTLY TO BE TRACKED BY ANY KNOWN FORM OF EARTH RADAR ...!

...UNTIL, IT FINALLY COMES TO REST ON A REMOTE PACIFIC ATOLL WHERE UNDERGROUND NUCLEAR TESTS HAVE RECENTLY BEEN ABANDONED BY A POWERFUL ASIATIC POWER!

WHAT KINDA WILD GOOSE CHASE IS *THIS*? WHAT DID YOU BRING US *HERE* FOR?

SUCH A BARREN, FOREBODING SITE!

SHE'S STILL UNCONSCIOUS, WIZ! WHERE DO YOU *WANT* HER?

HAVE PATIENCE, ALL OF YOU, TILL I FIND THE SECRET PASSAGE I HAD PREVIOUSLY PREPARED! AHHH, HERE IT IS!

NOW *WATCH...!*

ALL THE WORK, THE PLANNING THAT YOU MUST HAVE PUT INTO THIS PROJECT! BUT, FOR WHAT *PURPOSE* ??

CAN NONE OF YOU *GUESS*? TO DESTROY THE *FANTASTIC FOUR*, OF COURSE!

I HAVE SALVAGED AN ATOMIC *Q-BOMB* WHICH, UNDER MY SCIENTIFIC GENIUS, IS NOW ONE OF THE MOST POTENT EXPLOSIVE DEVICES IN THE WORLD!

AND, WHEN OUR UNSUSPECTING FOURSOME COMES BLUNDERING IN HERE, TO RESCUE THEIR CAPTIVE PARTNER, MY Q-BOMB SHALL GIVE THEM THEIR FINAL GREETING!

PLACE THE GIRL ON THE FLOOR, NEAR THE DETONATION MECHANISM! IT WILL TAKE ONLY A MOMENT TO ACTIVATE THE DEVICE, AND SET THE TIMER!

HEY! TAKE IT *EASY* WITH THAT THING! ARE YA SURE YOU KNOW WHAT YOU'RE *DOIN'*??

OF *COURSE*, YOU WITLESS FOOL! AND *YOU* WERE THE ONE WHO DARED MOCK *ME* BEFORE!

SEE HOW MY SUPERIOR INTELLIGENCE MAKES ME THE UN-DENIABLE MASTER OF YOU ALL!

CLICK!

OKAY, OKAY! WE *AGREE* YOU'RE A REAL BIG-BRAINED HOT-SHOT! BUT WHAT ABOUT THE *FANTASTIC FOUR*??

ALL THAT REMAINS FOR *THEM* IS COMPLETE DEFEAT! NOW, WE SHALL LURE THEM HERE, AND OUR FATAL TRAP SHALL BE *SPRUNG!*

AND, BACK AT THE BAXTER BUILDING, REED, BEN, AND JOHNNY STILL KEEP THE DESPERATE VIGIL ...!

YA BETTER GET SOME SHUT-EYE, REED! I'LL WATCH THOSE DIALS AND GIZMOS FOR YA FOR A WHILE!

NO, BEN! I DARE NOT SHUT MY EYES WHILE SUE IS STILL IN DANGER! I CAN'T!

BUT, YOU AND JOHNNY BETTER TAKE A BREAK! I'LL ...

HEY! HOLD IT, CHUM! LOOK AT YOUR RADAR SCREEN! SOMETHIN'S COMIN' IN THERE!

YOU'RE RIGHT, BEN! IT'S AN UNIDENTIFIED OBJECT... COMING IN FAST!

ITS SPEED IS ALMOST UNIMAGINABLE!! IT'S COMING CLOSER... CLOSER...!!

JOHNNY!! BEN!! LOOK! IT'S COMING RIGHT OVER OUR BUILDING!!

FLAME ON!

REED! WAIT! LET ME GO FIRST... IT'LL BE SAFER!

NO USE! NOBODY COULD STOP HIM NOW!

HANG ON, BEN! IT HAS TO BE THEIR SHIP! IT HAS TO!!

STRETCHING OUT TO HIS EXTREME LIMIT, MR. FANTASTIC COVERS THE SPEEDING SHIP IN AN UNBREAKABLE GRIP WITH HIS OWN PLIABLE BODY! AND THEN...!

HEY! IT'S CHANGIN' COURSE!

THEY'RE TRYING TO SHAKE US OFF!

DON'T WORRY ABOUT OL' BENJAMIN, BLUE-EYES! I'LL DIG IN WITH MY DAINTY LITTLE PAWS!

HEY! WATCH THAT FLAME, JUNIOR! YOU'RE SUPPOSED TO BE ON OUR SIDE!

IT WASN'T ME, BEN! THEY SHOT SOME FIRE BLASTS AROUND THE HULL OF THE SHIP, TO SHAKE YOU BOTH OFF!

NOW HE TELLS ME!!

JOHNNY! DON'T LOSE SIGHT OF THE SHIP! I'LL SAVE BEN!

OKAY, REED! HE'S ALL YOURS!

AWWW... I WAS HOPIN' YA'D FIGHT OVER ME!

TRY TO RELAX, BEN! CENTRIFUGAL FORCE SHOULD SLOW OUR DESCENT!

RELAX?? WHAT KINDA NUT ARE YA??!

THE SHIP'S SLOWING UP... ALMOST AS IF THEY *WANT* ME TO CATCH 'EM! WELL, I CAN'T STOP NOW!

CAN'T DO MUCH ON THE *OUTSIDE!* I'LL TRY TO BURN MY WAY *IN!*

ZZZZZZ

NO USE! IT'S COMPLETELY FIREPROOF!

AND THEN, AS HE PONDERS HIS NEXT MOVE, THE COURAGEOUS TEEN-AGER IS SUDDENLY MENACED ANEW...

I'M BEING COVERED WITH *SAND*... PUTTING OUT MY FLAME... THEY WERE *WAITING* FOR ME....!!

WELL DONE, SANDMAN! SEE? WE *EACH* HAVE OUR USE!

FLAME'S *OUT!* SAND'S DRAGGING ME DOWN THE HATCH!

CAN'T *SAVE* MYSELF!

YOU *WANTED* TO GET IN, BRAT! SO WE *HELPED* YA!

GIVE HIM TO *ME*, SAND-MAN! THE *TRAPSTER* WILL DEVISE A TRAP TO HOLD HIM FAST!

WE ARE OUT-MANEUVERING THE FANTASTIC FOUR AT EVERY TURN... JUST AS I PLANNED!

THERE! MY LATEST TRAP! ASBESTOS TAPE, OPERATED BY REMOTE CONTROL!

BE SURE IT'S *TIGHT!* THAT KID'S NO PUSH-OVER!

MEANTIME, NOT TOO FAR BEHIND, THE FAMOUS F.F. *POGO PLANE* TAKES OFF IN PURSUIT, WITH A FIGHTING-MAD REED RICHARDS GIVING IT FULL THROTTLE!

THERE'S NO PLACE ON EARTH THEY CAN RUN TO WHERE I WON'T FIND THEM AND MAKE THEM *PAY* FOR CAPTURING SUE!

AN' JUST LET *ME* GET MY PAWS ON ONE OF 'EM... THAT'S ALL I ASK!

YOU REALIZE, OLD FRIEND, THAT THEY ARE SURE TO BE LEADING US INTO SOME SORT OF PRE-ARRANGED *TRAP!?*

SURE, PAL! I WASN'T BORN YESTERDAY! BUT WHATEVER THEY TOSS AT US AIN'T GONNA BE *ENOUGH!*

FINALLY, AT THE SITE OF THE DEADLY ATOLL...

WE *MADE* IT! NOW LAND QUICKLY! THEY'RE RIGHT BEHIND US!

THEY'RE *LANDING!* THIS IS *IT*, BEN! WE'RE GOING *AFTER* THEM!

BUT, NO SOONER DOES THE POGO PLANE SET DOWN ON THE SURFACE, THAN...

GOOD SHOT, TRAPSTER! NOW THERE'S NO ESCAPE FOR THEM! THEY'RE *DOOMED!*

I WON'T EVEN NEED A SECOND SHOT! MY FIRST BLADE SLICED THROUGH THEIR TAIL SECTION LIKE A KNIFE THROUGH BUTTER!

IT IS TIME FOR *STEP TWO!* ORDER SANDMAN TO RELEASE THE TORCH!

LOOK! THEY'RE PUSHIN' SOMEONE OUTTA THEIR SHIP! HEY... IT LOOKS LIKE *JUNIOR!*

BUT... WHERE'S *SUE?* SHE MUST STILL BE THEIR PRISONER!

THAT'S *IT!* NOW THEY'RE MAROONED HERE, AND *WE* CAN TAKE OFF!

WE CAN'T LET THEM ESCAPE. TILL WE HAVE SUE! LET'S GO, BEN!

I HEAR YA TALKIN'! BRACE YERSELF, PAL!

CR UMMP!

GERONIMO!

TWANNNG!

DON'T MISS, BEN! DON'T MISS!

BLOOMP!

IT'S CLOBBERIN' TIME!

NOW WHAT DO WE DO?! WE'RE TRAPPED ON THIS INFERNAL ATOLL, TOO!

IT'S JUST A TEMPORARY SET-BACK! OUR SHIP IS UN-DAMAGED! WE'LL ESCAPE THEM YET!

COME BACK 'N' FIGHT, YA CRUMBUMS! I'LL PULVERIZE YA!

AND, AS THE FRIGHTFUL FOUR FLEE FROM THE AWESOME WRATH OF THE RAMPAGING THING, REED SEIZES HIS OPPORTUNITY TO FREE HIS TEEN-AGED PARTNER ...!

EASY, JOHNNY! SOON AS I HAVE YOU UNTIED, WE'LL FIND SUE!

THERE! NOW LET'S GET GOING LAD!

FLAME ON!

THIS TIME, NOTHING'LL STOP ME!

LET GO OF ME, YOU INHUMAN GARGOYLE! I'LL FLY YOU SO HIGH THAT THEY'LL PICK YOU UP WITH A BLOTTER WHEN YOU LAND!

JUST HOLD STILL LONG ENOUGH FOR ME TO TAKE ONE WHUMP OUTTA YA, KNUCKLE-HEAD, AND THERE WON'T BE ENOUGH LEFT OF YA FOR A BLOTTER!

EVEN YOUR ELASTIC BODY IS NO MATCH FOR THE POWER OF MY IRRESISTIBLE HAIR! IT CAN DUPLICATE THE CONTORTIONS OF YOUR OWN FORM, AND SEIZE YOU IN AN IRON GRIP!

MADAM MEDUSA IS ONLY A TEMPORARY DIVERSION! I MUST GRAB THE WIZARD, TO LEARN WHERE SUE IS HIDDEN!

THESE SUCTION BLASTS WILL KEEP YOU AT BAY, TORCH!

BUT NOT FOR LONG, MISTER!

I'LL CIRCLE AROUND AND ATTACK THE TORCH FROM BEHIND!

BUT, SUDDENLY... THE SLY TRAPSTER FIRES A STRANGE BALLOON-LIKE CAPSULE AT THE TORCH...!

THIS CAPSULE IS NOT AS HARMLESS AS IT SEEMS, TORCH! ONCE IT STRIKES YOU, I'LL BE ABLE TO FINISH YOU OFF WITH EASE!

HOWEVER, INCREASING THE POWER OF HIS FLAME TO GIVE HIM A JET ASSIST, JOHNNY DODGES THE CAPSULE... ALTHOUGH THE SANDMAN, SNEAKING UP BEHIND HIM, IS NOT SO FORTUNATE...!

ARGHHHH!

WHUP!

STARTLED BY THIS SUDDEN DEVELOPMENT, *MADAM MEDUSA* RELEASES REED, USING HER UNCANNY HAIR TO CATCH THE SANDMAN... AS HIS NOW STIFF AND IMMOBILE BODY FALLS TO THE GROUND!

I HAVE TO CUSHION HIS FALL!

HAPPY LANDINGS, PLAYMATE!

IT WILL BE AT LEAST TEN MINUTES BEFORE THE TRAPSTER'S PARALYSIS-PASTE WEARS OFF HIM!

AND, AT THAT VERY INSTANT, IN THE SUBTERRANEAN CHAMBER BELOW, THE CAPTIVE *SUE STORM* FINALLY REGAINS CONSCIOUSNESS...

I'VE GOT TO ESCAPE... SOMEHOW... BEFORE IT'S *TOO LATE!*

THIS PASTE...HOLDING MY HANDS, AND MY ANKLES... I COULD *NEVER* PRY MYSELF LOOSE...UNLESS... I USE THE ADDED POWER OF MY *INVISIBLE FORCE FIELD!*

BY FORCING IT... BETWEEN MY WRISTS ...AND MAKING IT EXPAND...MORE... *MORE..!!*

I *DID* IT! I'M FREE! BUT...I STILL HAVE TO FIND MY WAY *OUT* OF HERE!

STILL GROGGY.. FEEL FAINT... IT MUST BE THE SLEEP GAS! IT HASN'T FULLY WORN OFF YET!

BUT...I HEAR *NOISES* ABOVE!! LIKE...SOUNDS OF *FIGHTING!* CAN IT BE...? IT *IS!!* I HEAR *REED'S VOICE...* AND *BEN...* AND *JOHNNY!!*

AND, DIRECTLY ABOVE THE WEAKLY STAGGERING GIRL...

HAH! BY SUDDENLY *REVERSING* MY ANTI-GRAV POWER, I CAUGHT YOU OFF-BALANCE!

A *PITY* WE WEREN'T *HIGHER UP* WHEN YOU LOST YOUR GRIP!

DON'T YOU *EVER* SHADDUP!?

HEY! I HEAR SOMETHIN' DOWN THERE! IT'S A GAL'S VOICE...CALLIN'!! IT SOUNDS LIKE... SUSIE!

THIS IS YOUR EVER-LOVIN' BIG BUDDY, KID! I'LL BE RIGHT THERE!

HEY, REED! FORGET THOSE CREEPS FOR A MINUTE! I FOUND 'ER! SUE'S DOWN UNDER HERE!

YOU FOUND SUE?!!

NOW'S MY CHANCE! HE'S TURNED AWAY!

KRUNCH!

IT'S SOME KINDA TRAP DOOR UNDER HERE! I'M FALLIN' THROUGH! HEADS UP, SUSIE... HERE I COME!

WAIT FOR ME, BEN! I...UHHH!

WHAP!

THIS'LL SLOW YOU UP FOR A WHILE!

BUT, SO CONCERNED ABOUT SUE IS REED, THAT HE HARDLY FEELS THE BLOW, AND, A SECOND LATER...

BEN! IS SHE THERE! WAIT... I'M COMING AFTER YOU..!

YOU CRUMB!

LET'S SEE YOU TRY ONE OF THOSE SNEAKY TRICKS ON ME NOW!

TRAPSTER! QUICK! TO THE SHIP! THEY'RE WAITING!

HOWEVER, REED AND JOHNNY MAKE NO EFFORT TO STOP THE FUGITIVES! THEY ARE OBLIVIOUS TO EVERYTHING, EXCEPT THE SEMI-CONSCIOUS BLONDE BEAUTY WHO WAITS BELOW...!

BEN! IS... IS SHE...??

WHAT'S HAPPENED TO HER, BEN?

SHE'S OKAY! JUST GROGGY FROM SOME KINDA SLEEPIN' GAS THEY GAVE HER! BUT, SHE'S OKAY! WE GOT OUR LITTLE SUSIE BACK AGAIN!

SUE, MY DEAREST...IT'S MY FAULT! I SHOULD NEVER HAVE LEFT YOU OUT OF MY SIGHT! I SHOULD HAVE BEEN WITH YOU ALWAYS!

C'MON, SMALL FRY! LET'S POKE AROUND DOWN HERE!

SURE! ANYTHING TO GET AWAY FROM THAT LIVIN' SOAP OPERA!

OH NO, MY DARLING...YOU MUSTN'T BLAME YOURSELF! IT WAS MY OWN CARELESSNESS! BUT WHAT DOES THAT MATTER *NOW*? WE'RE TOGETHER AGAIN!

BUT THEN, AS BEN AND JOHNNY ENTER THE NEXT CHAMBER...

TORCH!! GIT *BACK! WARN REED!* THAT THERE GIZMO IS A *Q-BOMB*.. AND IT'S BUZZIN' LIKE IT'S ACHIN' TO *EXPLODE!!*

WE'VE GOTTA RACE TO THE SURFACE AGAIN! THE *ANTI-GRAV SHIP* IS OUR ONLY HOPE OF ESCAPE!!

IT'S *GONE!!* THE FRIGHTFUL FOUR HAVE *ESCAPED!!*

OUR POGO PLANE'S *WRECKED!* THAT MEANS WE'RE *STUCK* HERE... WITH A *Q-BOMB* FOR COMPANY!

THIS MUST BE THE TRAP THEY PLANNED FOR US...THE *ULTIMATE* TRAP!! BUT WE'VE *GOT* TO ESCAPE IT! WE CAN'T HAVE FOUND YOU ONLY TO LOSE YOU AGAIN...ONLY TO TO LOSE *EVERYTHING* AT THE LAST FATEFUL MINUTE!

BUT...THERE'S *NO HOPE*, MY DARLING! THERE'S NO WAY TO ESCAPE THE BOMB'S BLAST!

THERE'S *ALWAYS* HOPE! IT WASN'T MEANT TO END LIKE THIS.. I *KNOW* IT!!

THE GROUND'S SHAKIN'! THIS IS *IT*, KIDDIES! IT'S BEEN NICE KNOWIN' YA!

THE BOMB IS ONLY SECONDS AWAY FROM DETONATION! THERE'S ONLY *ONE* THING TO TRY! *SUE, BEN, JOHNNY!!* ALL OF YOU... *LISTEN* TO ME..!!

AND, MILES AWAY, THE ANTI-GRAV SHIP OF THE FRIGHTFUL FOUR SPEEDS SAFELY OUT OF RANGE OF THE Q-BOMB'S BLAST...

WE *DID* IT!! WE FINISHED OFF THE F.F.! THERE'S *NO* WAY THEY CAN ESCAPE NOW!

WE TAKE BACK WHAT WE SAID BEFORE, WIZARD! YOU'RE A *GENIUS!*

THOUGH MANY HAVE TRIED IN THE PAST, ONLY THE *EVIL F.F.* COULD DEFEAT THE FANTASTIC FOUR!

WITH THIS VICTORY BEHIND US, THE WORLD WILL KNOW *WE'RE* THE MOST POWERFUL BAND OF MARAUDERS OF ALL TIME!

THE *THING* INJURED YOUR ARM... SO *I'LL* PILOT THE SHIP WHILE YOU REST IT, WIZARD!

THANK YOU, MY DEAR MADAM MUDUSA! NOW THAT YOU ARE PROPERLY RESPECTFUL TO ME, WE SHALL GET ALONG FINE... YES, JUST FINE!

THE AURA OF TOTAL *EVIL* ABOUT HIM EVEN TERRI-FIES *ME!*

SAY, WIZ! WHEN CAN WE EXPECT THE BIG BLOW-UP?!

IN EXACTLY TWO SECONDS!! WE WILL SEE THE BLAST QUITE CLEARLY, EVEN FROM THIS GREAT DISTANCE!

IT'S HARD TO BELIEVE WE REALLY DEFEATED THEM! AND YET... ONCE THE BLAST OCCURS... THEY'RE FINISHED!

AND THEN, IT HAPPENS...!!

BUT, SECONDS LATER, AMONGST THE BACKWASH AND THE HURTLING DEBRIS, ONE SMALL ROUND FORM FALLS TO EARTH... THE INVISIBLE FORM OF A *FORCE FIELD*, WITH FOUR FIGURES HUDDLED WITHIN!

BUFFETTED BY THE SHOCK WAVES... DAZED BY THE NOISE AND FORCE OF IMPACT... THE UNCONSCIOUS QUARTET ARE NEVERTHELESS *SAFE*... PROTECTED BY THE FANTASTIC POWER OF ONE GIRL... A GIRL WHOSE WILL TO SURVIVE IS SO STRONG THAT HER FORCE FIELD REMAINS EVEN THOUGH SHE IS UNCONSCIOUS!

BUT, AS OUR HEROIC QUARTET LIES SILENT AND STILL BENEATH THE LIFE-SAVING BLANKET OF INVISIBLE FORCE, A STARTLING *CHANGE* BEGINS TO TAKE PLACE AMONG THEM! A CHANGE WHICH WILL FURNISH THE SPRINGBOARD FOR OUR NEXT ADVENTURE! IF YOU BUY NO OTHER MAGAZINE NEXT MONTH, *YOU MUST NOT MISS F.F.#39!*

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

APPROVED BY THE COMICS CODE AUTHORITY

39 JUNE

IND.

MARVEL COMICS GROUP 12¢

"A BLIND MAN SHALL LEAD THEM!"

THE MMMS NTS YOU!

THE FABULOUS F.F. REACH OUT IN DESPERATION, ONLY TO FIND...

"A BLIND MAN SHALL LEAD THEM!"

LOOKS LIKE WE FOUND THEM JUST IN *TIME!* THEY COULDN'T HAVE LASTED MUCH LONGER ON THE OPEN SEA!

TAKE EM TO THE *INFIRMARY!* THE MEDICS ARE STANDIN' BY TO DO WHAT THEY CAN!

EASY WITH HER, MATE! I'LL LEND YOU A HAND!

SPLENDIFOROUS STORY BY: STAN LEE

DELECTABLE DRAWINGS BY: JACK KIRBY

DELICIOUS DELINEATION BY: FRANK RAY

LACONIC LETTERING BY: ARTIE SIMEK

U.S.S. SEA-HAWK

LAST ISSUE, WE SAW THE F.F. NARROWLY ESCAPE DEATH ON A LONELY ISLE WHEN A NUCLEAR EXPLOSION OCCURRED!

WHILE THEIR DEADLY ENEMIES, THE *WINGLESS WIZARD*, *SANDMAN*, THE *TRAPSTER*, AND *MADAM MEDUSA*, WHO CHOOSE TO CALL THEMSELVES *THE FRIGHTFUL FOUR*, ESCAPED WITH SECONDS TO SPARE, REED, BEN, SUE, AND JOHNNY TOOK THE FULL BRUNT OF THE EXPLOSION, PROTECTED ONLY BY SUE STORM'S LIFE-SAVING INVISIBLE FORCE FIELD!

FOR MORE THAN 24 HOURS, THE F.F. DRIFT HELPLESSLY ON THE HIGH SEAS, UNTIL A SEARCHING ATOMIC SUB FINDS THEM AT LAST...

ONE OF THE MOST *STARTINGLY DIFFERENT* F.F. SAGAS YOU HAVE EVER READ!

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MINUTES LATER...

THEY'RE SUFFERING FROM EXTREME EXPOSURE AND EXHAUSTION! THEY NEED COMPLETE REST AND ISOLATION!

WHAT HAPPENED TO THE *THING*? HE LOOKS AS HUMAN AS ANYONE ELSE!

U.S.S. SHARK

WHAT POWER ON EARTH COULD *POSSIBLY* HAVE DONE THIS TO THE *FANTASTIC FOUR*?!

ALTHOUGH SLEEP COMES AT ONCE TO THE F.F., IT IS THE TORTURED, NIGHTMARISH SLEEP OF THOSE WHO CAN NEVER FORGET A TERRIBLE MEMORY...

SUE! BEN! JOHNNY! LOOK *OUT!* LOOK OUT FOR THE *BOMB!*

IT'S ABOUT TO *EXPLODE!!*

WE'VE GOT TO FLEE THE ISLAND! HURRY--INTO THE SHIP!! *HURRY!*

"IT'S *TOO LATE!* THE *FRIGHTFUL FOUR* HAVE *TRAPPED* US HERE! THERE'S *NO* ESCAPE!"

"YOUR *FORCE FIELD* IS OUR ONLY HOPE, SUE! BUT--CAN IT PROTECT US FROM THE *BOMB*??!"

WHOOM!

RICHARDS-- RICHARDS!! WAKE UP, MAN! YOU'VE BEEN HAVING A NIGHTMARE!

YOU'RE SAFE ABOARD THE U.S. NUCLEAR SUB SEA HAWK NOW! YOU'RE ALL SAFE!

SAFE?? HOW CAN WE BE SAFE-- WHEN WE'VE CHANGED SO?!!

CHANGED??

THE NEXT MORNING...

SAY, MR. FANTASTIC--WOULDJA STRETCH YOUR ARM TO REACH SOME FOOD SO'S I CAN TELL THE OTHER GOBS I SAW YA DO IT?

S'MATTER? DID I SAY SOMETHING WRONG?

BEAT IT, SAILOR! IF YOU'RE LOOKIN' FOR LAUGHS, GO TICKLE YOURSELF!

SORRY, MR. GRIMM! I-I DIDN'T MEAN ANY HARM!

I KNOW YA DIDN'T, SAILOR! WE JUST AINT IN THE MOOD FOR CLOWNIN' AROUND RIGHT NOW!

U.S.S. SEA-HAWK

THEN, WHEN THEY'RE FINALLY ALONE ONCE MORE...

ONE OF US HAS GOT TO SAY IT! WE'VE LOST OUR POWERS!! ALL OF US!!

REED--WHAT'LL WE DO?? WITHOUT OUR POWERS, WE--WE'RE NOTHIN'!

IT'S TRUE!

I KNOW IT, JOHNNY! I KNOW IT!

FOR THE REMAINDER OF THE VOYAGE HOME, LITTLE IS SAID AMONG THE FOUR DOWN-HEARTED ADVENTURERS! THERE IS LITTLE THAT *CAN* BE SAID, UNTIL THEY RETURN TO REED'S WORLD-FAMOUS LAB, EACH WRAPPED UP IN HIS OWN GLOOMY THOUGHTS--EACH CONTEMPLATING THE FUTURE WITH GRIM FOREBODING!

WHO'RE YOU KIDDIN' WITH ALL THAT RESEARCH? THERE'S NO WAY FOR US TO GET OUR POWERS BACK AND YOU *KNOW* IT!

IS IT *TRUE*, DARLING! IS THE FANTASTIC FOUR *FINISHED*--- FOREVER?

NOT IF *I* CAN HELP IT, SUE!

WHY DON'T WE JUST SIT TIGHT AND GIVE OL' REED A *CHANCE*?

FINALLY, AFTER DAYS OF PREPARATION, THEY PLUNGE INTO THEIR NEWEST, THEIR MOST DIFFICULT PROJECT WITH SAVAGE DESPERATION--THE PROJECT THEY CALL: OPERATION *ARTIFICIAL POWERS!*

REED, DARLING, IT'S *IMPOSSIBLE!* YOU CAN'T DUPLICATE THE FANTASTIC POWERS WE LOST WHEN THE BOMB'S RADIATION AFFECTED US!

I'VE *GOT* TO DO IT, SUE! FOR OUR OWN *PROTECTION!* IF OUR ENEMIES EVER LEARN WHAT'S HAPPENED TO US, OUR LIVES WON'T BE WORTH A *NICKEL!*

IT'S *STILL* HARD TO BELIEVE THAT I USED TO *LOOK* LIKE THIS ROBOT OF THE *THING!*

IT'S FUNNY WHAT A GUY CAN GET *USED* TO, BEN! I WAS BEGINNIN' TO THINK OL' ORANGE SKIN WAS ACTUALLY *CUTE-LOOKIN'!*

CUT THE CONVERSATION-- *ALL* OF YOU! EVERY MINUTE COUNTS! JOHNNY, IGNITE YOUR SUIT!

I'VE GOTTA *HAND* IT TO YOU, REED! THE FLAME JETS IN THIS OUTFIT FEEL ALMOST AS GOOD AS MY OWN *NATURAL* FLAME USED TO FEEL!

I'M NOT INTERESTED IN YOUR *FEELINGS,* BOY! LET ME SEE YOU *FLY!*

=WHEW!= I'VE NEVER *SEEN* REED SO SERIOUS--OR SO ROUGH! I'D BETTER BUCKLE DOWN!

I-I CAN *DO* IT-- BUT, IT FEELS KINDA *WOBBLY--!*

I CAN'T STAY ALOFT! LOOK OUT--*UNHHH!*

DON'T *QUIT*, KID! WE'RE NOT PLAYING *GAMES* NOW! KEEP PRACTICING TILL YOU *GET* IT! YOUR *LIFE* MAY DEPEND ON IT!

HEY, REED--WHAT ABOUT *ME*?

YOU? UH, NOW LET'S SEE--WHAT DID I HAVE IN MIND FOR YOU--?

LOOK, FELLA--YOU HAVEN'T RESTED FOR *DAYS*! YA CAN'T KEEP DRIVIN' YOURSELF THIS WAY! WHY DON'T YOU--?

NO! WE CAN'T STOP *NOW*! GRAB THAT ROBOT CONTROL! MANIPULATE IT THE WAY I *TELL* YOU TO!

OKAY--IF YOU *SAY* SO!

EASY! EASY! DON'T JAM THE MECHANISM! MAKE BELIEVE YOU'RE ACTUALLY *HIM*! TRY TO *FEEL* LIKE THE *THING*!

BLAST IT!! I'M NO GOOD AT THIS KIND OF STUFF!!

WELL, START *GETTING* GOOD, MISTER! YOU'VE GOT NO *CHOICE*!

THE ENTIRE IDEA OF US USING *ARTIFICIAL* MEANS TO DUPLICATE OUR OWN LOST POWERS IS A MAD ONE, AND YET--

YET, IF ANYONE CAN PULL IT OFF, *REED* CAN! AND, WE ALL *KNOW* IT, SIS!

HEY, REED--I FORGOT HOW TO *STOP* THE BLAMED THING! WHAT DO I DO NOW?

REVERSE THE VECTOR LEVER!! BEN, *LISTEN* TO ME, YOU CLUMSY BUMBLER!! GIVE ME THAT CONTROL!!

CRASH!

NOW DON'T BLOW A GASKET, STRETCH! I DID MY BEST! BUT MAYBE YA BETTER HIRE A *PUPPETEER*!

NO! ONLY *YOU* CAN KNOW WHAT THE THING WOULD DO UNDER ANY GIVEN CIRCUMSTANCE! IT MUST BE *YOU* WHO OPERATES THE ROBOT!

OKAY, OKAY! I'LL KEEP PRACTICIN' TILL I *GET* IT--WHICH'LL PROBABLY BE *NEVER!*

MAYBE I *HAVE* BITTEN OFF MORE THAN WE CAN CHEW! MAYBE IT *IS* AN IMPOSSIBLE PLAN--!

NO, REED! YOU MUSTN'T *SAY* THAT! YOU'RE OUR *STRENGTH*--OUR *COURAGE!* IF *YOU* EVER FALTER, THEN WE HAVE *NOTHING!*

HERE, I'LL TRY THE ELECTRO-VIBRA SUIT YOU DESIGNED FOR ME! I'VE BEEN STUDY-ING THE CONTROL BUTTONS...!

CAREFUL, DARLING! YOU'RE NOT SPACING THE IMPULSES CORRECTLY! SMOOTHER-- DO IT *SMOOTHER-*

I CAN STILL *SEE* YOU, BUT PERHAPS, WITH MORE PRACTICE--!

NOW TRY THE ARTIFICIAL BUILT-IN FORCE FIELD! THAT'S *IT!* NOW HARDER-- *HARDER!*

I *CAN'T!* I HAVE IT SET AT MAXIMUM *NOW!*

OH, REED-- HOW CAN WE *EVER* HOPE TO DUPLICATE THE POWER OF *NATURE?!!*

WE *CAN'T,* SUE! BUT WE'VE GOT TO FIND A WAY TO *IMITATE* HER ENOUGH TO KEEP OUR ENEMIES FROM SUSPECTING HOW *POWERLESS* WE'VE BECOME!

BUT, SOONER OR LATER THE *TRUTH* WILL LEAK OUT, AND WHEN IT *DOES,* WE-WE'LL BE *HELPLESS!*

WHAT A LIFE! WHEN WE FIRST *GOT* OUR POWERS A FEW YEARS AGO, WE *HATED* 'EM! AND NOW-- WE FEEL NAKED AND HELPLESS *WITHOUT* THEM!

BUT NOW, OUR SCENE CHANGES, AS WE VISIT AN IMPERIAL CASTLE IN THE HEART OF LATVERIA, A TINY KINGDOM NESTLED DEEP WITHIN THE BAVARIAN ALPS...

LEAVE ME! I HAVE NO DESIRE FOR FOOD NOW! THROW IT TO THE PIGS!

AS YOU WISH, EXCELLENCY!

AND YOU, MAGICIAN-- STOP YOUR ACT! I HAVE SEEN ENOUGH! I AM NO LONGER AMUSED BY YOUR AMATEURISH DISPLAY OF MEDIOCRITY!

BUT, SIRE-- I HAVE NOT YET GIVEN MY DEMONSTRATION OF THE ART OF HYPNOTISM!

HYPNOTISM! BAH! CAN SUCH A PETTY TALENT IMPRESS DOCTOR DOOM, THE MAN WHO DEFEATED THE FANTASTIC FOUR!*

BUT FINISH YOUR ACT! AND THEN, BEGONE! YOU BEGIN TO BORE ME!

*AS DESCRIBED IN THE FANTASTIC FOUR ANNUAL #2 "THE FINAL VICTORY OF DOCTOR DOOM!" -- STAN.

I SHALL DEMONSTRATE HOW EASILY A SUBJECT MAY BE--EXCELLENCY! I DO NOT UNDERSTAND! YOU ARE ALREADY UNDER HYPNOSIS! I CAN SENSE IT!

BUT, WAIT! I SEEM TO BE DISSOLVING THE SPELL! YOU'RE COMING OUT OF IT!

A FOG SEEMS TO BE LIFTING FROM MY BRAIN! SLOWLY, MEMORY IS RETURNING -- THAT DAY -- LONG MONTHS AGO -- WHEN I BATTLED REED RICHARDS -- I-I REMEMBER NOW --

HE TRICKED ME! I DIDN'T DEFEAT HIM! HE ONLY HYPNOTIZED ME TO THINK I DID -- SO THAT I WOULD NEVER BATTLE HIM AGAIN!

NEVER HAS SUCH INDIGNITY BEEN HEAPED UPON DOCTOR DOOM!! ONLY DEATH CAN AVENGE THIS INSULT -- THE DEATH OF THE FANTASTIC FOUR!!

TO THINK--IT TOOK A PETTY CHARLATAN LIKE YOU TO FREE ME FROM RICHARDS' HYPNOTIC SPELL!

AH, SIRE, IN YOUR GRATITUDE, I TRUST YOU WILL REWARD YOUR HUMBLE SERVANT MOST GENER-OUSLY!

GRATITUDE?? SUCH WEAK WORDS ARE NOT FOR DOCTOR DOOM! HERE IS YOUR REWARD! BE GRATEFUL I DO NOT PUT YOU TO DEATH FOR KNOWING HOW I HAVE BEEN TRICKED!

WITHOUT ANOTHER WORD, THE OMINOUS FIGURE WHO IS ABSOLUTE RULER OF HIS REMOTE KINGDOM, ENTERS A UNIQUE GYROSCOPIC AIRCRAFT OF HIS OWN DESIGN, AND THEN...

THEIR PLAN WAS A BRILLIANT ONE! IF I THOUGHT I HAD DEFEATED THEM, I WOULD NEVER BOTHER TO ATTACK THEM AGAIN! THUS, THEY WERE SAFE FROM ME! SAFE, THAT IS-- UNTIL NOW!

OUR SCENE NOW SHIFTS TO A LONELY WAREHOUSE, IN NEW YORK, THE NEXT MORNING! WE FIND MATT MURDOCK, THE WELL-KNOWN, SIGHTLESS ATTORNEY, CAUTIOUSLY ENTERING...

I DON'T UNDERSTAND! WHY WOULD THE FANTASTIC FOUR ASK ME TO MEET THEM HERE?

I'VE BEEN THEIR LAWYER EVER SINCE ELECTRO TRIED TO TAKE OVER THEIR HEADQUARTERS*, BUT THEY'VE NEVER ASKED ME TO COME TO A PLACE LIKE THIS!

WE'RE IN THE BACK, MURDOCK! FOLLOW MY HAND... IT WILL LEAD YOU TO US!

* DAREDEVIL # 2-- STAN

GLAD YOU COULD MAKE IT, COUNSELOR! WE HAVE SOMETHING VITALLY IMPORTANT TO DISCUSS WITH YOU!

THEY'VE *CHANGED!* THEY THINK I DON'T KNOW IT, BUT I CAN SENSE THAT THEY'RE NOT THE *SAME!*

LOOK OUT, BEN! WE ALMOST COLLIDED THERE!

MAKE YOUR VOICE *DEEPER* WHEN YOU USE THE AUDIO-JECTOR!

REED! I'M GETTING THE *HANG* OF IT AGAIN!

BLAST IT! I JUST *CAN'T* MAKE MY VOICE SOUND LIKE IT USED TO!

KEEP TRYING, BEN! WE *ALL* HAVE TO!

SOMETHING *TERRIBLE* MUST HAVE HAPPENED TO THEM! THEY'RE IN GREAT DANGER! THEY NEED *HELP!*

NOW LISTEN CAREFULLY, MURDOCK--THERE ISN'T MUCH TIME! AND, WHATEVER I TELL YOU IS *CONFIDENTIAL!*

IF ANYTHING SHOULD *HAPPEN* TO US, YOU HAVE OUR POWER OF ATTORNEY! I WANT TO BE SURE THAT ALL MY SCIENTIFIC NOTES ARE GIVEN TO THE GOVERNMENT, AND THAT THE WORK OF OUR CHARITABLE FOUNDATION WILL BE CONTINUED!

OF *COURSE,* MR. MURDOCK! BUT, IN THE MEANTIME, WHAT SORT OF *TROUBLE* ARE YOU IN? PERHAPS I CAN HELP--!

I APPRECIATE YOUR OFFER, COUNSELOR, BUT WE'LL HAVE TO SEE IT THRU BY OURSELVES!

BUT THEN, SUDDENLY...

AN *EXPLOSION!* SOMEONE'S *ATTACKIN'* US!

MURDOCK, THIS IS NO PLACE FOR *YOU!* TRY TO ESCAPE! IT ISN'T *YOUR* PROBLEM!

WHOEVER CAUSED THAT EXPLOSION IS JUST *TOYING* WITH US! IT WASN'T POWERFUL ENOUGH TO CAUSE SERIOUS INJURY!

NOW WE'RE BEING PEPPERED WITH SMALL STUN-BLASTS--JUST STRONG ENOUGH TO KEEP US OFF-BALANCE!

BEN! ONLY THE *THING'S* STRENGTH CAN HELP US NOW! *BEN*, DO YOU *HEAR* ME??

WHO CAN IT *BE*? WHO WOULD ATTACK US *HERE*?

YEAH! YEAH! SHUDDUP AND LEMME *CONCENTRATE!*

WHEN I FIND OUT, I'LL LETCHA *KNOW!*

NOW RUN FOR COVER WHILE I HOLD THIS BLAMED *WALL* UP!

WONDERFUL! YOU SOUNDED JUST *LIKE* THE THING!

WHO'D YA *EXPECT* ME TO SOUND LIKE-- *GOMAR PYLE*??!

UNNHHH--! CAN'T *HOLD* IT ANY LONGER--!!

BUT, UNNOTICED AMONGST THE CONFUSION AND CARNAGE, A *NEW* FIGURE SUDDENLY APPEARS! WHERE MATT MURDOCK, SIGHTLESS LAWYER, HAD JUST STOOD, A LIGHTNING-FAST CHANGE OF CLOTHES NOW REVEALS-- *DAREDEVIL*, THE MAN WITHOUT FEAR!!

SOMETHING HAS HAPPENED TO THE F.F.! THEY'VE LOST THEIR NATURAL POWERS! I CAN HELP THEM MORE AS *DAREDEVIL* THAN AS THEIR *LAWYER* NOW!

ALTHOUGH DEPRIVED OF THE GIFT OF SIGHT, THE FEARLESS ADVENTURER'S *OTHER* SENSES ARE SO HIGHLY DEVELOPED THAT NO LIVING BEING HAS EVER SUSPECTED THAT DAREDEVIL IS ACTUALLY A *BLIND* MAN!

UHHHHH....!

THAT *SOUND*! THE TORCH IS HURT!

SPAT!

MY *FLAME'S* GONE OUT! I CAN'T-- *HEY!* WHA--??

QUIET! DON'T STRUGGLE! I'LL CARRY YOU OUT OF HARM'S WAY!

DAREDEVIL! I DON'T KNOW WHERE YOU CAME FROM, BUT YOU CERTAINLY ARE WELCOME!
YOU'RE BEING ATTACKED --BY WHOM??
YOUR GUESS IS AS GOOD AS MINE, FELLA! BUT, WE'D BETTER GET OUT OF HERE!
IF ONLY THERE WAS MORE LIGHT, SO WE COULD SEE!
THERE ISN'T TIME TO HUNT FOR A LIGHT SOURCE! FOLLOW MY VOICE -- I'LL LEAD YOU OUT! COME ON!
SUE! BEN! JOHNNY! DO AS HE SAYS!
HOW DOES HE DO IT? HOW CAN HE SEE IN THE DARK WHEN WE CAN'T??
BUT, GUIDED BY HIS INFALLIBLE RADAR SENSE, DAREDEVIL GUIDES THE VALIANT QUARTET OUT OF THE BESIEGED WAREHOUSE! THEN, GAZING SKYWARD, THEY SUDDENLY DISCOVER...
I SENSE A SOURCE OF ALMOST UNLIMITED POWER ABOVE US! AN EVIL, UNCONTROLLABLE FORCE!
LOOK! UP THERE -- ATOP THE BAXTER BUILDING--!
WHAT CAN IT BE??
IF IT'S WHAT I THINK IT IS, OUR TROUBLES ARE JUST BEGINNIN'!
YOU CAN SAY THAT AGAIN, BIG BEN!
IT'S AN AIRCRAFT, MORE ADVANCED THAN ANY IN USE ON EARTH TODAY! IT'S EITHER A SHIP FROM OUTER SPACE, OR...
...OR SOMETHING EQUALLY DANGEROUS! A PRODUCT OF THE ONLY OTHER HUMAN BRAIN CAPABLE OF CREATING SUCH A CRAFT! THE BRAIN OF--
--DOCTOR DOOM!!
HAH! THEY'VE FINALLY REALIZED WHO THEIR ATTACKER IS! GOOD! NOW, I'LL MAKE SURE THAT THE WORLD REALIZES IT!

THERE! IN ORDER FOR MY TRIUMPH TO BE *COMPLETE*, IT MUST BE *KNOWN* WHO IS SMASHING THE F.F.!

THE FANTASTIC FOUR SHALL NOW DIE...BY THE HAND OF... DOCTOR DOOM!

I WAS *RIGHT*! IT *IS* DOOM! BUT HOW CAN WE *FIGHT* HIM-- *NOW*, OF ALL TIMES--WHEN WE'RE ALMOST TOTALLY DEFENSE-LESS!!

YOU WON'T STAND ALONE! *DAREDEVIL* WILL ALSO FIGHT AT YOUR SIDE!

GLAD TO *HAVE* YA, PAL! BUT IT'D TAKE A *DOZEN* LIKE YOU TO HANDLE DR. DOOM!

HE'S IN OUR OWN HEADQUARTERS! HOW CAN WE *GET* TO HIM?

BUT, THE EVENTS OF THE NEXT FEW SECONDS *ANSWER* SUE STORM! INSTEAD OF THE F.F. GETTING TO DR. DOOM, THEIR ARMOR-CLAD ADVERSARY BRINGS THE ATTACK TO *THEM*...!

THE *FANTASTI-CAR*-- OPERATING BY *REMOTE CONTROL*!

DISPERSE!! HE'S USING OUR OWN *CAR* AS A WEAPON AGAINST US!

REED! DON'T SACRIFICE YOURSELF! GET OUT OF THE WAY! *REED*!

THOUGH THE LEADER OF THE GREATEST SUPER-POWERED GROUP OF ALL TIME STANDS HELPLESS, AND HIS THREE ALLIES ARE LIKEWISE HELPLESS TO AID HIM, A SIGHT-LESS CRUSADER, WITH NO POWER SAVE HIS OWN ULTRA-KEEN SENSES AND AMAZING ATHLETIC PROWESS LEAPS INTO ACTION...

DON'T WORRY, MISS STORM! *I'LL* GET HIM OUT OF THE WAY!

WHUP!

THANKS, FELLA! THAT WAS QUICK THINKING! BUT, WE'VE GOT A REAL *BATTLE* ON OUR HANDS NOW! THE FOUR OF US HAVE LOST OUR POWERS--WHILE *DOOM* IS MORE DANGEROUS THAN EVER BECAUSE HE'S TAKEN OVER OUR OWN ARSENAL!

THE *FANTASTIC FOUR*-- WITH NO SUPER POWERS! THEN, IT'S UP TO *ME* TO LEAD THEM IN THEIR FIGHT AGAINST THE MOST DANGEROUS ENEMY OF ALL!

AND, WITHOUT WARNING, DR. DOOM STRIKES AGAIN--!

LOOK OUT! HE'S DISENGAGING THE F-CAR!

ONLY DOOM COULD HAVE BRUSHED PAST ALL MY ELECTRONIC DEFENSES SO EASILY, TO TAKE OVER OUR ARSENAL OF MACHINES AND WEAPONS!

HE'S WORKIN' EACH PART SEPARATELY! WE CAN'T MOVE FAST ENOUGH!

YOU CAN'T, BUT DAREDEVIL CAN!

DON'T WORRY, MISS STORM! I WON'T LET THAT CAR HIT YOU!

YOU SEEM TO KNOW FROM WHAT DIRECTION IT'S COMING--EVEN BEFORE ANYONE CAN SEE IT! IT'S ALMOST UNCANNY!

SHE DOESN'T REALIZE THAT I HAVE THE ADVANTAGE OVER THEM! BEING UNABLE TO SEE, MY RADAR SENSE CAN DETECT APPROACHING OBJECTS WITH THE SPEED OF THOUGHT!

OH NO!! TWO CARS ARE CONVERGING ON BEN! HE NEEDS HELP! HE'LL BE KILLED!

ALMOST FASTER THAN THE EYE CAN FOLLOW, THE MAN WITHOUT FEAR DROPS HIS STARTLED BURDEN, SPINNING AROUND AND LEAPING TOWARDS THE TRAPPED BEN GRIMM AS UNERRINGLY AS A PROJECTILE--!

MY ONLY CHANCE IS TO DUCK--!

NO! THE IMPACT MIGHT STILL GET YOU! STAND STILL! TRUST ME--!

MADE IT!!

YOU'RE A PRETTY HANDY GUY TO HAVE AROUND IN A PINCH, PAL!

THAT'S WHAT I *TELL* THEM DOWN AT THE OFFICE! NOW, *QUICK* --BACK INTO THE WAREHOUSE! WE HAVE TO TAKE *COVER!*

REED! SHOULDN'T WE MAKE FOR THE *BAXTER BUILDING* INSTEAD ??

NOT NOW, DARLING! FOLLOW HIS LEAD! THAT'S *ONE* FELLA WHO KNOWS WHAT HE'S DOING!!

QUICKLY! DOOM IS SENDING ANOTHER SECTION OF THE F-CAR AFTER US!

=*WHEW!*= GOSH, SIS, I'LL SAY DAREDEVIL KNOWS WHAT HE'S DOING!!

CRASH!

ANOTHER SECOND'S DELAY MIGHT HAVE BEEN *FATAL!*

BAH! SO LONG AS THEY REMAIN HIDDEN WITHIN THAT BUILDING, I CANNOT *SEE* THEM!

YET, ONE THING *PUZZLES* ME! WITH ALL THEIR AWESOME POWER, WHY DO THEY NOT FIGHT *BACK??* HOW CAN THEY HOPE TO DEFEAT ME BY *FLEEING??*

HOWEVER, MY FIRST TASK IS TO BRING THEM OUT INTO THE *OPEN* AGAIN--

AND RICHARDS' SUPERSONIC AIR-DISPLACER *VORTEX MACHINE* WILL DO IT *FOR* ME!

FORTUNATELY, MY INTELLECT MATCHES HIS *OWN,* WHICH ENABLES ME TO FATHOM HIS SCIENTIFIC DEVICES AS EASILY AS IF THEY WERE SIMPLE, CHILDISH TOYS!

THUS, THE POWERFUL VORTEX RAY, WHICH CAN GENERATE THE FORCE OF A DOZEN HURRICANES--CREATED BY *MR. FANTASTIC* AS AN AID IN WEATHER CONTROL, BECOMES A DEADLY *WEAPON* UNDER THE EVIL GUIDANCE OF *DR. DOOM*...!

WHRR-RRRR

WITHIN SECONDS, THE CONDEMNED WAREHOUSE, IN WHICH THE F.F. AND DAREDEVIL HAD SOUGHT SHELTER, BECOMES A MASS OF WHIRLING BRICK AND RUBBLE....!

AT A TIME LIKE *THIS*, THERE IS NO SUBSTITUTE FOR *VISION!* I *KNOW* THE BUILDING IS BEING DESTROYED--BUT I CANNOT SENSE THE *MEANS* BY WHICH IT IS BEING DONE!

THIS POWERFUL AIR PRESSURE--THE FLYING DEBRIS--IT MEANS ONLY ONE THING! DOOM IS USING MY *VORTEX MACHINE!* WE CAN'T STAY HERE--WE HAVE TO *SEPARATE!*

GOOD! THAT TELLS ME WHAT I WANTED TO KNOW!

ALTHOUGH LACKING THEIR FABULOUS SUPER POWERS, THE VALIANT *FANTASTIC FOUR*, SEASONED BY COUNTLESS EPIC BATTLES, STILL MANEUVER AND ACT WITH THE SPEED AND DARING FOR WHICH THEY ARE RENOWNED! AND, AS FOR *DAREDEVIL*...

I DUNNO HOW YOU FOUND YOUR WAY THRU ALL THAT SMOKEY RUBBLE, BUT I'M SURE GLAD WE WERE ABLE TO *FOLLOW* YA!

IMAGINE HIS SURPRISE IF HE KNEW A *BLIND MAN* HAD LED THEM!

WE'RE IN THE *CLEAR* NOW! BUT WE CAN'T STAY *TOGETHER!*

LISTEN *CLOSELY!* THERE'S NO TIME FOR QUESTIONS! SEPARATE IMMEDIATELY! WE'LL EACH RETURN TO THE BAXTER BUILDING FROM A DIFFERENT DIRECTION! IT'S OUR ONLY CHANCE!

DOOM MIGHT BE WATCHING US RIGHT *NOW!*

BUT WHAT CAN THE FOUR OF US *DO*--WITHOUT OUR *POWERS??*

YOU MEAN THE *FIVE* OF YOU, TORCH! *DAREDEVIL* ISN'T DESERTING YOU *NOW!* READY, RICHARDS?

READY! TAKE CARE, MY DEAREST! DON'T LOSE YOUR HEAD! WE'LL WIN OUT *SOMEHOW!*

WHETHER WE DO OR NOT, DARLING--REMEMBER HOW I LOVE YOU--!

LET 'ER *GO*, REED! *MOVE IT!*

C'MON, SIS! HEARTS 'N FLOWERS WON'T STOP *DOOM!*

THEN, BEN'S WARNING COMES NOT A SECOND TOO SOON...

SCATTER!

THE VOTEX IS BACK!

SIS! FOLLOW ME!

I WILL, JOHNNY!

THIS WAY, DAREDEVIL! I HAVE A PLAN!!

TELL ME QUICKLY! EVERY SECOND COUNTS!

WE'VE GOT TO SMASH DOOM'S WEAPONS AS HE USES THEM! THE OTHERS SHOULD BE SAFE FOR NOW--I'M SURE HE'S AFTER ME!

I SEE WHAT WE NEED IN FRONT OF A CONSTRUCTION SITE ACROSS THE STREET! IF WE CAN JUST MAKE IT--!

HERE THEY ARE-- GAS CYLINDERS WHICH ARE USED TO FURNISH ACCESSORY POWER! THEY'LL DO THE TRICK!

GAS CYLINDERS-- AGAINST A DEADLY TORNADO VORTEX? HOW--?

DON'T FORGET --THE VORTEX IS MY CREATION! I KNOW THE ELEMENTS OF WHICH IT'S COMPOSED!

AND GAS IS THE ONLY ELEMENT THAT WILL SHATTER IT! NO MORE TIME-- THROW IT--NOW!

EVEN WITHOUT YOUR FABLED SUPER POWERS, I WOULD NEVER WANT TO HAVE YOU FOR AN ENEMY, RICHARDS!

IT WORKED! HOLD YOUR BODY LIMP! RELAX, SO NO BONES WILL BE BROKEN! BUT I SEE YOU'RE 'WAY AHEAD OF ME! I'M A FOOL TO ADVISE YOU ON SUCH THINGS!

A FOOL YOU WILL NEVER BE, MY FRIEND!

THE VOTEX IS DESTROYED! AGAIN THEY'VE ESCAPED ME! BUT, I'LL FIND ANOTHER WEAPON TO USE AGAINST THEM!

HOWEVER, THE MAIN PROBLEM IS STILL UNSOLVED-- WHY DO THEY KEEP FLEEING? WHY DON'T THEY ATTACK?

IF I DID NOT KNOW BETTER, I'D THINK THEY POSSESSED NO SUPER POWERS WITH WHICH TO STRIKE BACK AT ME!

AND THAT OTHER-- WHO FIGHTS WITH THEM--HE SEEMS TO BE THE ONE WHO HAS TAKEN THE LEAD! BUT-- THAT IS IMPOSSIBLE!! OR --IS IT??

IT MUST BE THE ANSWER! IT'S THE ONLY EXPLANATION! I'VE BEEN SUSPECTING A TRICK-- I WAS TOO CAUTIOUS TO REALIZE THE OBVIOUS--THE FANTASTIC FOUR ARE POWERLESS!

NOW, ALL I NEED DO IS FOCUS RICHARDS' OWN TV RADAR TRACKER COMPONENTS ON EACH OF THEM, AND PICK THEM OFF EFFORTLESSLY, AT MY LEISURE!

NO! THAT WILL BE TOO EASY! I'LL TOY WITH THEM A WHILE LONGER! THIS IS TOO GLORIOUS A SITUATION--IT MUST LAST AS LONG AS POSSIBLE!

I'LL BEGIN BY HOUNDING THEM WITH ONE OF RICHARDS' FORCE BEAM PROJECTILES! ONCE AIMED AT A HUMAN TARGET, THE VICTIM'S OWN HEARTBEAT KEEPS IT ON COURSE!

HAD I *MYSELF* CREATED THIS RATHER OBVIOUS DEVICE, IT WOULD HAVE BEEN FAR MORE SOPHISTICATED--FAR MORE EFFICIENT! HOWEVER, EVEN IN ITS PRESENT CUMBERSOME FORM, IT SHOULD SERVE MY PURPOSE ADMIRABLY!

4

DAREDEVIL--*DUCK!* ONE OF MY FORCE BEAM MISSILES IS COMING TOWARDS US! IT'LL CONTINUE TO BLAST US UNLESS SOMETHING DIVERTS IT!

THANKS FOR THE BRIEFING, MISTER! MY *BILLY CLUB* WILL BE DIVERSION ENOUGH!

AT THE PRESS OF A BUTTON, A THIN NYLON CORD WHIPS OUT FROM THE TIP OF THE FAMOUS WEAPON, FORMING ITSELF INTO A LASHING LARIAT!

GUIDED BY THE SOUND OF THE PROJECTILE'S JET ENGINE, I COULDN'T MISS IF I *WANTED* TO!

WHITT,

IT'S *UNBELIEVABLE!* YOU LASSOED IT IN *MID-AIR!*

IT WOULD HAVE BEEN *MORE* UNBELIEVABLE IF I'D *MISSED!!*

NOW, I'LL JUST SWING IT IN A WIDE ARC, BEFORE IT BREAKS FREE OF MY LARIAT--*THERE!* IT'S *FINISHED!*

DAREDEVIL, FOR A FELLA WITH NO SUPER POWERS THAT I CAN TELL, YOU'RE THE MOST INCREDIBLY *CAPABLE* FIGHTER I KNOW OF! HOW--?

IT MUST BE THAT FOUR-LEAF CLOVER I CARRY AROUND! NOW LISTEN-- I'VE GOT AN IDEA!

YOU'LL HAVE A BETTER CHANCE TO MAKE IT TO YOUR HQ IF I MAKE DOOM CONCENTRATE ON *ME!* SO GO TO IT, WHILE I DRAW HIS FIRE!

WAIT--!

IF WE DON'T MEET AGAIN, IT WAS SWELL KNOWING YOU! YOU'RE A REAL *FUN GROUP!*

DOOM DOESN'T WASTE ANY TIME! I HEAR AN OBJECT HURTLING TOWARDS ME!

WHATEVER IT IS, I'M SURE IT'S NOT INTENDED TO INCREASE MY LIFE SPAN!

SO I'D BETTER NOT HANG AROUND TO *MEET* IT!

WOW! I DUCKED JUST IN TIME!

IT WAS SOME TYPE OF *FRAGMENT GRENADE!!* I CAN HEAR THE DEADLY SECTIONS FLYING OFF IN ALL DIRECTIONS!

IT'S NO PICNIC BEING A SITTING DUCK FOR A MARKSMAN LIKE *DR. DOOM*-- BUT IT'LL BE *GREAT* FOR MY REP, IF I SURVIVE!

I'VE *GOT* TO KEEP DRAWING HIS FIRE LONG ENOUGH TO GIVE THE F.F. A CHANCE TO COME TO GRIPS WITH HIM...

ALTHOUGH, WITHOUT THEIR *POWERS*, I DON'T ENVY THEM IN THEIR COMING BATTLE!

DAREDEVIL'S RISKING HIS VERY *LIFE* FOR US! I CAN'T LET HIM DOWN BY FUMBLING THE BALL NOW!

I MAY HAVE LOST MY *STRETCHING* POWER, BUT I STILL HAVE MY *BRAIN*-- AND *NO MAN* IS HELPLESS WHILE HE CAN STILL *THINK!*

IT WAS *EASY* TO BE A BRAVE LOUDMOUTH WHEN I HAD THE *THING'S* STRENGTH!

NOW I'LL SEE HOW GOOD *BEN GRIMM* IS WHEN THE CHIPS ARE DOWN!

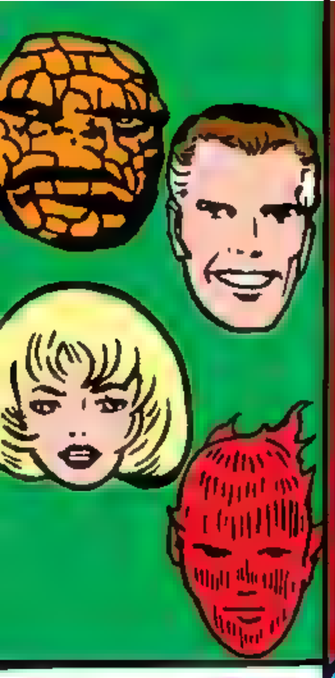
SIT TIGHT, SIS! WITH ALL THE CARS ON THE STREET, MAYBE DOOM WON'T SPOT US IN *THIS* ONE!

EVEN IF WE *MAKE* IT TO THE BAXTER BUILDING, WE'VE NO CHANCE AGAINST *DR. DOOM!* AND YET-- WE'VE *GOT* TO FIGHT HIM--SO LONG AS WE *LIVE!*

WHICH MAY NOT BE MUCH *LONGER!* THERE'S THE BUILDING--AND HERE WE *GO!*

THE END

POWERLESS AGAINST THE MOST RUTHLESS VILLAIN OF ALL TIME, THE FABULOUS F.F. FIGHT THEIR MOST DANGEROUS BATTLE NEXT ISH! BE SURE TO COME EARLY FOR A RINGSIDE SEAT-- IT'LL BE A *SENSATION!*



MARVEL COMICS GROUP 12¢

THE WORLD'S GREATEST COMIC MAGAZINE!

Fantastic Four

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40 JULY IND.

DOCTOR DOOM
MORE DIABOLICAL, MORE DEADLY THAN EVER BEFORE!

"THE BATTLE OF THE BAXTER BUILDING!"

DON'T MISS THE THING'S EPIC HAND-TO-HAND FIGHT WITH DESPERATE DR. DOOM!

THE FABULOUS F.F.--FIGHTING THEIR MOST DESPERATE FIGHT!

DESTINED TO TAKE ITS PLACE BESIDE THE BATTLES OF WATERLOO, GETTYSBURG, AND DUNKIRK, HERE IS...

"THE BATTLE OF THE BAXTER BUILDING"

POSSIBLY THE GREATEST ACTION-DRAMA YOU WILL READ THIS YEAR!

SPELLBINDING SCRIPT BY: STAN (THE MAN) LEE

ASTONISHING ARTWORK BY: JACK (KING) KIRBY

INKED BY: V. COLLETTA

LETTERED BY: ARTIE SIMEK

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LET'S GET UP TO DATE FAST! ***DOCTOR DOOM*** HAS TAKEN CONTROL OF THE BAXTER BUILDING, HEADQUARTERS OF THE FABULOUS ***FANTASTIC FOUR!*** HAVING LOST THEIR SUPER POWERS, DUE TO A BATTLE WITH THE ***FRIGHTFUL FOUR*** (SHOWN IN F.F. #38), REED AND HIS GALLANT TRIO ARE AIDED BY THE SIGHTLESS ***DAREDEVIL*** AS THEY TRY TO LAUNCH AN ALMOST IMPOSSIBLE COUNTER-ATTACK AGAINST THE MOST DANGEROUS ARCH-VILLAIN OF ALL TIME!

NOW THAT I REALIZE THAT THE FANTASTIC FOUR ARE ***POWERLESS***, I CAN TOY WITH THEM... PICK THEM OFF AT MY LEISURE!

AND, THE SUPREME IRONY IS THE FACT THAT I CAN USE REED RICHARDS' ***OWN WEAPONS*** AGAINST HIM, SO LONG AS I REMAIN IN CONTROL OF THEIR HEAD-QUARTERS!

SINCE MY ***OWN*** INTELLIGENCE IS THE EQUAL OF RICHARDS', I HAVE ONLY TO ***LOOK*** AT ONE OF HIS DEVICES TO INSTANTLY GRASP ITS PURPOSE AND METHOD OF OPERATION!

--SUCH AS THIS REMOTE-CONTROL ***TV EYE*** WHICH I'VE SET TO FIND MY VICTIMS NO MATTER ***HOW*** WELL-HIDDEN THEY MAY BE IN A CROWD!

A ***FLYING CAMERA!!*** COMING FROM THE BAXTER BUILDING!

THE F.F. MUST BE TESTING SOME NEW CRIME-FIGHTING DEVICE!

IT ALMOST ***HIT*** ME!

THEY'VE NO RIGHT TO SCARE INNOCENT PEOPLE THIS WAY!

AT THE RATE THE TV EYE IS TRAVELLING, IT'S ONLY A MATTER OF MINUTES BEFORE IT LOCATES THE ONES I SEEK!

HOW THEY MUST BE TREMBLING IN HELPLESS FEAR RIGHT ***NOW***, KNOWING THAT THEIR DESTRUCTION IS ***IMMINENT***-- AND THAT ONCE ***THEY*** ARE GONE, THE ENTIRE ***HUMAN RACE*** SHALL BEAR THE BRUNT OF MY ***NEXT*** ATTACK!

TOO LONG HAVE I REMAINED IN MY REMOTE KINGDOM OF LATVERIA, UNCONCERNED ABOUT THE REST OF MANKIND! NOW, I FEEL THE THRILL OF ***BATTLE*** AGAIN, AND I SHALL NOT STOP UNTIL THE ENTIRE ***WORLD*** GROVELS BEFORE ME!

HAH! THE MOMENT IS AT HAND! I HAVE ***FOUND*** THEM!

BUT, BEFORE THE MASTER OF MENACE CAN LAUNCH HIS ATTACK, THE SIGHTLESS *DAREDEVIL* SENSES THE PRESENCE OF THE TV EYE AND MOVES WITH THE SPEED OF THOUGHT--!

RICHARDS!! TAKE COVER! HE'S *LOCATED* US!

HE'S USING MY FLYING SPOTTER! ONCE IT ZEROES IN ON A SUBJECT, THERE'S NO WAY TO OUTRUN IT!

THEN WE WON'T *TRY* TO OUTRUN IT!

WITH HIS FINGERS MOVING ALMOST FASTER THAN THE HUMAN EYE CAN FOLLOW, THE MAN WITHOUT FEAR MAKES A LIGHTNING-LIKE ADJUSTMENT ON HIS EVER-PRESENT BILLY CLUB!

THE FLYING OBJECT GENERATES SO MUCH *POWER*, THAT I CAN SENSE ITS EXACT LOCATION AS IT DRAWS CLOSER!

AND, AS LONG AS I KNOW WHERE IT *IS*--

I CAN *DESTROY* IT!

KRAK!

A MAN WITH NORMAL VISION MIGHT *MISS* SUCH A SMALL, SPEEDING TARGET--BUT MY RADAR SENSE CAN TRACK IT AS UNERRINGLY AS A HUNTER MISSILE!

YOU'LL ONLY HAVE TIME FOR ONE SHOT!! --*NOW!!*

THIS GIVES US ANOTHER BRIEF BREATHING SPELL! WHAT'S OUR NEXT MOVE, RICHARDS?

SO LONG AS THE F.F. IS WITHOUT SUPER POWERS, IT'S ONLY A MATTER OF TIME BEFORE DOOM DEFEATS US! BUT, IF I CAN REACH OUR HQ., THERE'S *ONE* DEVICE UP THERE WHICH MAY TURN THE TIDE--

I'VE GOT TO GET HOLD OF THE ELECTRONIC *STIMULATOR!!*

WELL THEN, WHAT ARE WE *WAITING* FOR! LET'S *GO!*

I'LL ACT AS A *DECOY* ONCE AGAIN TO KEEP HIM OCCUPIED WHILE *YOU* FIND YOUR PARTNERS AND GO INTO YOUR MAD SCIENTIST BIT!

SEE YOU AROUND, PAL!

CAREFUL, DAREDEVIL! DOOM PLAYS FOR *KEEPS*-- AND HIS POWER IS INDESCRIB-ABLE!

BE *CAREFUL?!* YOU'RE TALKING TO THE WRONG BOY, MISTER! IF I WAS THE CAUTIOUS TYPE, I'D BE BUYING BACK MY INTRODUCTION TO YOU RIGHT *NOW!*

IF WE SURVIVE THIS BATTLE, I'LL OWE THAT MAN A DEBT THAT CAN NEVER BE REPAID!

WELL, HAPPY DAYS!

TWANNNG!

ARE YOU *WATCHING*, DOOMSIE? READY OR NOT, HERE I *COME!*

I HOPE I'M STILL ALIVE AND KICKING IF AND WHEN THEY REGAIN THEIR POWERS--

--BECAUSE *THEN* THE BATTLE BETWEEN *THEM* AND *DOOM* WILL BE SOMETHING TO TALK ABOUT FOR *YEARS!*

AND, AS DAREDEVIL TAUNTS THE MENACING DR. DOOM FROM THE NEARBY ROOFTOPS, A COMMANDEERED TAXI SPEEDS UP TO THE DESPERATELY RUNNING REED RICHARDS...

REED, DARLING! THANK HEAVENS YOU'RE STILL UNHARMED! BUT--WHERE'S *DARE-DEVIL!*

I'LL EXPLAIN LATER, SUE! OPEN THE --QUICK!

TAXI

THEN, AFTER GIVING SUE AND JOHNNY A QUICK BRIEF-ING...

THIS IS *IT!* GIVE 'ER THE *GUN*, JOHNNY! WE'VE *GOT* TO REACH THE *STIMULATOR!*

IT SEEMS SO *HOPELESS!* EVEN *WITH* OUR POWERS, DR. DOOM WAS ALMOST UNBEATABLE! BUT *NOW--!*

KNOCK IT OFF, SIS! THAT KINDA TALK WE CAN DO *WITHOUT!*

I WONDER WHERE OL' *BEN* DIS-APPEARED TO?!

SECONDS LATER, THE POLICE-- NOW AWARE OF THE TITANIC BATTLE WHICH IS ABOUT TO BEGIN, TAKE THEIR POSTS, AND GO ABOUT THEIR BUSINESS WITH GRIM, COURAGEOUS PRECISION...!

CLEAR THE STREET!! GET THOSE PEDESTRIANS *OUTTA* HERE! HURRY WITH THOSE *BARRICADES!*

WHY WON'T THE CHIEF LET *US* TACKLE DOOM?!

GIVE US THE WORD TO GO IN *WITH* YOU, RICHARDS!

BAXTER BUILDING

IT'S ORDERS FROM THE *PENTAGON!* THE F.F. GET FIRST CRACK AT 'IM!

NOT *YET!* ONLY IF--WE DON'T *MAKE* IT!

GET THOSE *CARS* OUT OF THERE! TAKE YOUR POSITIONS! MAN YOUR GUNS!

AND SO--IT BEGINS!!

EASY! DOOM IS PROBABLY WATCHING OUR EVERY MOVE WITH ONE OF MY AUTOMATIC SCANNERS!

WHEW! TALK ABOUT HOPELESS ODDS!

NO SOONER DOES THE GLASS LOBBY DOOR CLOSE BEHIND THE VALIANT TRIO, THEN A BLINDING BOLT OF ELECTRICAL FORCE HERALDS THE ATTACK OF DR. DOOM!

REED! HE FOUND YOUR ELECTRIC HEAD-QUARTERS-DEFENSE APPARATUS!

CAN'T SEE! THE BOLT IS TOO DAZZLING!

DON'T STAND STILL! KEEP MOVING! IT'S THE ONLY WAY TO DODGE THE AUTOMATIC BLASTS WHICH'LL COME NEXT!

HEAD FOR THE ELEVATOR, JOHNNY! TAKE A ZIG-ZAG ROUTE! I'LL TRY TO KEEP SUE OUT OF HARM'S WAY!

BUT, REED--I'LL SLOW YOU DOWN! YOU'LL BE HIT BECAUSE OF ME!

MAYBE NOT! DON'T FORGET I ARRANGED THE SEQUENCE OF THE BLASTS! IF I CAN JUST REMEMBER THEM--!

NOT THERE, JOHNNY! SIDESTEP TO YOUR LEFT-- NOW! THAT'S IT! ANOTHER INCH WOULD HAVE TRAPPED YOU!

EVEN WITH SIS IN HIS ARMS--DODG-ING FOR HIS OWN LIFE-- HE'S ABLE TO SAVE ME! THERE'S NEVER BEEN A GUY LIKE REED BEFORE!

MEANWHILE, THIRTY-FIVE STORIES ABOVE, WE FIND...

I ADMIRE THEIR RESOURCEFUL-NESS, CONSIDERING HOW POWERLESS THEY ARE! IT MAKES MY VICTORY ALL THE MORE ENJOYABLE TO ME!

HE'S JUST AHEAD OF ME! IF I CAN TAKE HIM BY SURPRISE--!

PRESSING A SECRET STUD ON HIS UBIQUITOUS BILLY CLUB, DAREDEVIL RELEASES A LENGTH OF NYLON CABLE, SHAKING IT TOWARDS THE FEARSOME ARCH-VILLAIN, ONLY TO HEAR--

I KNEW YOU WERE THERE--BUT I DECIDED TO GIVE YOU "ENOUGH ROPE"!

HE'S AS DANGEROUS AS THEY SAY--AND AS SUPREMELY, FRIGHTENINGLY CONFIDENT!

SEE HOW EASILY I CAN DODGE YOUR CLUMSY ATTEMPT TO ENSNARE ME!

IF I CAN JUST KEEP HIM AT BAY FOR THE NEXT FEW MINUTES-- TO GIVE THE F.F. THE TIME THEY NEED--!

YOU DODGE *QUICKLY!* YOUR REFLEXES ARE THE FASTEST I HAVE EVER SEEN!

BUT, IT WILL TAKE *MORE* THAN LIGHTNING-FAST REFLEXES TO SAVE YOU FROM THE ATTACK OF *DOCTOR DOOM!*

WITH THOSE WORDS, THE MASTER OF VILLAINY REACHES FOR REED RICHARDS' MINIATURE KEYBOARD CONTROL PANEL!

NOW, COURAGEOUS ONE, WE SHALL SEE HOW MUCH *GOOD* YOUR REFLEXES DO YOU AGAINST ANOTHER OF *MR. FANTASTIC'S* PROTOTYPE INVENTIONS!

IT IS CERTAIN THAT HE NEVER EXPECTED THIS ACTUAL SCALE MODEL OF A ROCKET SHIP TO BE USED AS A *WEAPON* IN HIS OWN HEADQUARTERS!

NOW I'VE GOT TO DODGE A MINIATURE *ROCKET SHIP!!*

CLICK!

THIS SUPER-HERO BUSINESS ISN'T ALWAYS WHAT IT'S *CRACKED UP* TO BE!

I MIGHT BE ABLE TO KEEP ONE JUMP AHEAD OF IT FOR A FEW SECONDS, BUT *ONE* THING'S FOR SURE--

MY FAVORITE CRIME-FIGHTER IS GOING TO GET *TIRED* A LOT FASTER THAN THAT DEADLY *SHIP!*

IT'S *INCREDIBLE!* HE FOLLOWS THE PATH OF THE SHIP EVEN FASTER THAN *I* CAN!

THAT SCALE MODEL ALSO USES *LIQUID FUEL!* LET'S SEE HOW YOU DEFEND YOURSELF AGAINST A *ROCKET FIRE BLAST!*

CLICK!

AND, AT THAT SECOND, DOCTOR DOOM ALMOST STUMBLES ON DAREDEVIL'S MOST CLOSELY GUARDED SECRET....!

NOBODY CAN SEE A DEADLY OBJECT DARTING AT SUCH GREAT SPEED! HE EMPLOYS *MORE* THAN MERE VISION --FAR, FAR MORE! BUT-- *WHAT?*

WHILE, IN THE LOBBY BELOW, DAREDEVIL'S VALIANT EFFORTS ARE PAYING OFF IN PRECIOUS TIME GAINED FOR THE F.F....!

HEY! WAIT FOR ME! WE'RE A FOURSOME, REMEMBER?

BEN! WE WONDERED WHERE YOU WERE!!

YOU'RE JUST IN TIME, BIG FELLA! QUICK, INTO THE ELEVATOR-- WHILE WE CAN!

WE'LL BE SITTING DUCKS IN HERE--BUT, I GUESS WE'VE GOT TO CHANCE IT!

I WAS TRYIN' TO GET AHOLD OF THAT ROBOT YOU BUILT FOR ME, REED--BUT I COULDN'T FIND THE BLAMED THING!

NONE OF US HAVE ANY DEFENSES NOW!

NO DEFENSE COULD LONG PROTECT US AGAINST DOCTOR DOOM! OUR ONLY HOPE IS TO REACH THE STIMULATOR!

HE'S PROBABLY WATCHING US RIGHT NOW--LAUGHING--WAITING TO STRIKE!

WHY DOESN'T HE DO SOMETHING! THE SUSPENSE IS UNBEARABLE!

EASY, SUE DEAR! WE HAVE ONE ACE IN THE HOLE! THERE'S A CHANCE THAT DAREDEVIL MAY BE DISTRACTING HIM AT THIS MOMENT!

JUST ANOTHER FEW FEET AND WE'LL BE THERE! MAYBE--WE'LL MAKE IT!

ATTA BOY, KID! LET'S LOOK ON THE BRIGHT SIDE--JUST LIKE OLD TIMES!

BUT, EVEN AS THEY SPEAK, THE F.F.'s WARNING ALARM IS ALREADY RINGING IN THEIR HEADQUARTERS' LAB...

CLANG CLANG CLANG CLANG CLANG

IT'S FROM THE ELEVATOR! THEY'RE ON THE WAY UP!

THIS IS THE CRUCIAL MOMENT! I MUSTN'T FAIL THEM NOW!

AT THE PRESS OF A BUTTON, I CAN DESTROY THE ENTIRE CAR AND EVERYONE IN IT!

NOT IF I CAN HELP IT!!

BACK, YOU COSTUMED CLOD! YOU WEARY MY PATIENCE! YOU ARE NO MORE THAN A PETTY ANNOYANCE TO ME! THEY ARE MY MAIN OBJECTIVE!

NOT EVEN YOUR UNCANNY REFLEXES CAN PROTECT YOU FROM A SUDDEN BLAST OF CONCENTRATED PRESSURIZED AIR!

NOTHING SEEMS TO PHASE HIM! I'M BEING THROWN BACK LIKE A RAG DOLL!

AND, THIS TIME, NO ONE CAN DODGE MY DEADLY LITTLE ROCKET-- NOT IF I PRESS THE DESTRUCT BUTTON AND CAUSE IT TO EXPLODE LIKE SHRAPNEL!

DON'T FAIL ME NOW, LITTLE BILLY CLUB, OR IT'S BYE-BYE DAREDEVIL!

WITH ONE LIGHTNING-SWIFT MOTION, THE SIGHTLESS SENSATION WHISKS HIS LONE WEAPON IN FRONT OF HIS FACE, SIMULTANEOUSLY PRESSING A HIDDEN STUD...

JUST IN TIME! I HAD A HUNCH THIS TELESCOPING FLEXI-SHIELD WOULD COME IN HANDY ONE DAY!

CLANG!

AND, DIRECTLY BELOW THE SCENE OF CARNAGE...

THE ENTIRE CAR IS STARTING TO SHAKE!

DOOM PRESSED THE EMERGENCY DEFENSE BUTTON! WE'VE GOT EXACTLY TWO SECONDS TO GET OUT!

QUICK, BEN--WE'LL SLAM INTO THE DOOR TOGETHER!

I HEAR YA TALKIN', CHUM!

IT'S A HECKUVA NOTE WHEN THE THING NEEDS SOMEBODY'S HELP TO BUST OUTTA ONE MEASLEY DOOR!

SHUT UP AND KEEP MOVING! THIS IS NO JOKE!! HURRY!!

34TH FLOOR

KLUMP!

WE MADE IT! ANOTHER SPLIT-SECOND, AND WE'D HAVE STILL BEEN IN THAT FLAMING CAR!

NOW LET'S GO AGAIN! THE FASTER WE MOVE, THE LESS VULNERABLE WE ARE!

LUCKY WE GOT AS FAR AS THE 34TH FLOOR! NOW THERE'S ONLY ONE FLIGHT TO GO!

LUCKY?? SHEEESH!! WE'RE ONLY A FEW FEET AWAY FROM FACING THE MOST DANGEROUS MENACE OF ALL TIME--WITHOUT OUR SUPER POWERS--WITHOUT ONE SINGLE WEAPON!

IF THAT'S LUCK, YOU CAN HAVE IT, PAL!

STEADY--ALL OF YOU! THERE'S NO TURNING BACK NOW!

STAY BEHIND ME! WHATEVER HAPPENS, I'LL TAKE IT FIRST AND--LOOK OUT!!

HE FOUND YOUR STAIRWAY ATTACK BUTTON! WE'RE IN FOR IT NOW!

REED!!

I'LL LET THEM GET STILL CLOSER--LET THEM THINK THEY HAVE A CHANCE! AHH, THE EXQUISITE TRIUMPH OF THIS MOMENT IS BEYOND DESCRIPTION!

HE'S TURNED AWAY FROM ME AGAIN!

RELEASE THAT MACHINE, DOOM!

YOU DARE ATTACK ME PHYSICALLY?? YOU DARE LAY A HAND ON ME!!?

WHY NOT? I EVEN WALK IN THE RAIN WITHOUT MY BOOTIES SOMETIMES!

THAT'S WHY THEY CALL ME DAREDEVIL!!

DAREDEVIL--BAH! SEE HOW EASILY I BREAK YOUR GRIP WITH MY STEEL-SHOD FINGERS!

I'M DONE TOYING WITH YOU NOW! YOU SHALL LEARN WHAT IT MEANS TO INCUR THE WRATH OF DOCTOR DOOM!

WHERE DO YOU DIG UP THAT DIALOGUE OF YOURS--IN CORN FLAKES BOXES?--UHHHH--!

I TRUST YOU ENJOYED THAT WITTICISM--FOR, IT IS THE LAST YOU SHALL EVER UTTER!

HE'S NOT KIDDING! IT'S LIKE BEING HELD BY A BULLDOZER!

BUT, ONCE AGAIN THE *FANTASTIC FOUR* MAKE USE OF EVERY PRECIOUS SECOND'S REPRIEVE...

HE'S JUST AHEAD! I CAN *HEAR* HIM!

I DON'T KNOW WHETHER TO BE SORRY OR GLAD!

WHAT WILL YOU DO WHEN WE *REACH* HIM?

WE'LL THINK OF *SOME-THIN'*-- IT SAYS HERE!

THERE HE *IS!* LET *ME* TACKLE 'IM *FIRST!*

DON'T TRY IT ALONE, BEN! WAIT FOR ME!

THEY'RE *HERE!* APPARENTLY I HAVE TARRIED WITH *YOU* TOO LONG!

I'M-- BLACKING OUT--THE PAIN-- SO INTENSE-- IF--IF ONLY--!

LEGGO O' HIM, YOU CREEP! LET'S SEE HOW GOOD YA ARE AGAINST A-- *OWWW!*

YOU THOUGHT A MERE FLESH-AND-BLOOD *FIST* COULD AFFECT THE ARMOR-PLATED *DR. DOOM??!!*

MY HANDS-- COMPLETELY *NUMB--!*

WITH ONE CASUAL SWEEP OF HIS STEEL-SHOD ARM, THE CLOAKED MENACE HURLS JOHNNY STORM FROM HIM WITHOUT A BACKWARDS GLANCE! AND THEN...

UNHHH--!

WHO ARE *YOU*, BUFFOON? WHERE IS *REED RICHARDS*--AND THE ACCURSED *THING?* *

* NEVER HAVING SEEN BEN GRIMM, DR. DOOM IS NOT AWARE THAT HE HIMSELF WAS ONCE THE MIGHTY *THING!* -- STAN.

IT WAS *TORTURE* FOR ME TO LEAVE THEM TO FACE DOOM ALONE-- BUT IT SERVED ITS PURPOSE! I FOUND THE *STIMULATOR!*

IT HELPED TO DEFEAT THE *SKRULLS* NOT LONG AGO*-- I PRAY IT'LL SERVE US AS WELL *NOW!*

* F.F. # 37, REMEMBER? -- STAN.

I'VE *ALREADY* TURNED IT ON *MYSELF!*

NOW I'VE JUST TIME TO PLAY IT OVER *YOU*, SUE--!

RICHARDS! SO *THERE* YOU ARE!

REED! YOU *FOUND* IT!

EASY, BEN! I'LL BE ABLE TO CARRY THE ATTACK TO DOOM FOR US NOW!

REED!! - YOU'RE MISTER FANTASTIC AGAIN! WOWEEEE!

IT'S ABOUT TIME, RUBBERHEAD!

THE NUMBNESS IS PASSING -- BUT IT'LL STILL BE MINUTES BEFORE I CAN HELP THEM!

ALTHOUGH, IF THEY REGAIN THEIR POWERS, IT'S DOOM WHO'LL NEED THE HELP!

BLAST IT! I THOUGHT YOU WERE HELPLESS! WHAT TRICK IS THIS?!!

BUT I CAN STILL SEIZE THE BOY BEFORE ANYTHING CAN STOP ME!

BECOME THE TORCH, JOHNNY! YOU CAN DO IT NOW!

YOU MEAN IT, REED?? HONEST?!!!

FLAME ON!

VA VOOOM! IT'S LIKE BEIN' REBORN!!

THAT MACHINE OF RICHARDS'! THAT'S WHAT DID IT! I WAS A FOOL!

BUT, IT'S BETTER THIS WAY! NOW, I'LL CRUSH YOU WHILE YOU'RE AT YOUR FULL STRENGTH! IT WILL BE MORE SATISFYING TO ME THAN EVER!

I GOT NEWS FOR YA, DOC! ANY CRUSHING THAT'S GONNA BE DONE -- WE'LL DO IT!

AND, THIS'LL SHOW THAT THE HUMAN TORCH KNOWS HOW TO PLAY CAT AND MOUSE GAMES WITH HIS ENEMIES ALSO!

NO, JOHNNY! DON'T TOY WITH HIM! HE'S TOO DANGEROUS! BE CAREFUL!

AW, WHO'RE YOU KIDDIN', REED! HIS NUMBER'S UP NOW, AND HE KNOWS IT!

JOHNNY! HIS FOOT--IT'S STEPPING ON THAT LEVER! LOOK OUT!

BUT, SUE'S FRENZIED WARNING COMES A SPLIT-SECOND TOO LATE--!

TAKE COVER, JOHNNY! HE ACTIVATED THE IN-FLOOR REFRIGERATION UNIT-- YOUR FLAME'S DYING OUT!

WE'VE GOT TO REACH HIM BEFORE HE CAN PLAN A NEW ATTACK!

I'LL TURN INVISIBLE-- GET AS CLOSE AS POSSIBLE!

THE NEARER I AM, THE MORE EFFECTIVE MY FORCE FIELD WILL--OHHH!

WHAT'S HAPPENING TO ME??

BY SETTING THE FREEZING UNIT ON FULL, I CAN TRAP THE THREE OF YOU WITH YOUR OWN DEVICE!

HOW EASY IT WAS FOR ME, AFTER ALL!

NATURALLY, WHILE PROTECTED BY MY OWN INVINCIBLE ARMOR, I CAN--RICHARDS! WHAT ARE YOU DOING--?!?!

THERE'S STILL TIME-- BEFORE THE FROST MAKES ME COMPLETELY HELPLESS-- IF I CAN JUST REACH THE HIGH-PRESSURE STEAM VALVE-- IT'S RIGHT BEHIND DOOM!! THERE!!

AND NOW, YOU UNSPEAKABLE MADMAN, YOU'LL LEARN THAT THIS WAS NOT AS EASY AS YOU THINK!

THAT BETTER WORK, REED!! ANOTHER FEW SECONDS WILL FINISH US!

THAT SELFSAME SECOND, THE FROST IS INSTANTLY DISSIPATED, AS A BLAZING BURST OF *STEAM* SHOOTS OUT, INSTANTLY CHANGING THE ENTIRE COURSE OF THE BATTLE!

ARRRHHHHH!

MY ARMOR PROTECTS ME EASILY ENOUGH, BUT THE STEAM HAS SHATTERED THE FREEZING UNIT-- IT SAVED THE FANTASTIC FOUR BY A HAIRSBREADTH!!

ZZZZZZZZZZZ

THEY'VE WON *THIS* ROUND! BUT, BY THE TIME THEY REALIZE WHAT HAS HAPPENED, I'LL HAVE DESTROYED THIS BUILDING, THIS BLOCK--AND THE ENTIRE *CITY!!*

BOY! THAT WAS A *CLOSE* ONE!!

BUT--WHERE DID *DOOM* RUN OFF TO?

WHEREVER IT WAS, JOHNNY, YOU CAN BE SURE HE HASN'T GIVEN UP THE FIGHT!

REED, NEVER MIND *ME!* I-I'LL BE ALL RIGHT! BUT, BEN--YOU STILL HAVE TO BATHE *HIM* IN THE RAYS OF THE STIMULATOR!

I *WILL,* MY DARLING! AS SOON AS I PUT YOU DOWN! YOU--YOU LOOKED SO LIFELESS FOR A MOMENT, I--I DIDN'T KNOW--!

HEY, STRETCHO! IF THAT GIZMO CAN BRING OUR POWERS BACK, WHY DIDN'T YOU USE IT ON US *BEFORE,* INSTEAD OF WASTIN' TIME WITH THOSE NUTTY SUBSTI-TUTE GADGETS OF YOURS?*

THE STIMULATOR'S ENERGY HAD BEEN ALL BUT DRAINED ON THE SKRULL PLANET! IT NEEDED ANOTHER FEW DAYS OF *RECHARGING!*

I HAD BEEN WONDERING THE SAME THING!

THOSE SUBSTITUTE DEVICES WERE MERELY *STOP GAP* MEASURES, IN CASE OF EXTREME EMERGENCY!

*AS SEEN IN F.F.#39 -- STAN.

NOW HOLD STILL, BEN! THIS IS THE LAST ENERGY BURST LEFT! I DON'T WANT TO MISS!

BUT--MEBBE I DON'T *WANNA* BECOME THE *THING* AGAIN!! I'M FINALLY *NORMAL*--LIKE ANYONE ELSE!

YOU'VE *NO CHOICE,* OLD FRIEND! WITH *DOOM* STILL AT LARGE, WE NEED ALL OUR FIGHTING STRENGTH! THERE'S TOO MUCH AT STAKE!

POOR BEN! IT--IT SEEMS SO *CRUEL!*

I KNOW, SUE, BUT IT'S THE ONLY WAY!

HE MAY *HATE* ME FOR THIS FOREVER AFTER, BUT THE WORLD NEEDS HIS STRENGTH AT THIS MOMENT! THE FATE OF MANKIND MAY HANG IN THE BALANCE!

FOR BETTER, OR FOR WORSE--THE *THING* MUST LIVE AGAIN!

MEANTIME, IN ANOTHER SECTION OF F.F. HEADQUARTERS, THE EVIL GENIUS OF DOCTOR DOOM HAS HASTILY CONCOCTED THE MOST DANGEROUS THREAT OF HIS LONG AND SINISTER CAREER--!

HOW EASY FOR A BRAIN LIKE MINE TO MODIFY THE POWER UNITS OF REED RICHARDS' MIGHTY NUCLEAR DEVICES--AND CHANGE THEM INTO A DEADLY WEAPON!

I'VE CREATED A TIME BOMB WHICH WILL DESTROY EVERYTHING IN SIGHT!

ALL I NEED DO IS GET SAFELY OUT OF RANGE AND AWAIT THE FATAL MOMENT! MORE THAN EVER HAVE I INSURED THAT THE NAME OF DOCTOR DOOM SHALL FOREVER LIVE IN INFAMY!

AND NOW, TO TAKE MY LEAVE! THE FANTASTIC FOUR HAVE WON THE BATTLE--BUT LOST THE WAR! WAIT--WHAT'S THAT??!

WHOOM

YOU!! IT'S BECAUSE OF YOU THAT I'M THE THING AGAIN!! YOU'RE GONNA PAY FOR THAT, DO YA HEAR?? I'M GONNA DEMOLISH YOU!!

AHHH! AT LAST--THE BRAINLESS, BLABBERING THING! I'VE BEEN WAITING FOR YOU!

AND YA WON'T HAVETA WAIT ANY LONGER!

WO

Y-YER STILL STANDIN' ??!!

NATURALLY! MY ARMOR'S FORCE FIELD CAN GENERATE 100,000 MEGAVOLTS OF PURE ENERGY! THE MIRACLE IS THAT YOU HAVE NOT DESTROYED YOURSELF!

WELL, NOW THAT YA *USED UP* YER 100,000 MEGA-WHATSIS, I'M GONNA FLATTEN YA LIKE A TIN SKILLET!

YOU LUMBERING FOOL! I'VE MORE WEAPONS, OFFENSIVE AND DEFENSIVE, THAN YOU EVEN DREAM EXIST!

SUCH AS MY *INSTANT HYPNOTISM* IMPULSER, WHICH CAN UPSET YOUR TOTAL SENSE OF BALANCE IN ONE SPLIT-SECOND!

HUH? HEY--EVERYTHING'S SPINNIN' AROUND! CAN'T STAY ON MY FEET! MY LEGS ARE GETTIN' WOBBLY! WHAT'S GOIN' *ON??!*

THOK!

THE *OTHERS* CAN EXPLAIN TO YOU--IF YOU *RECOVER!*

YOU ARE BATTLING NO *NORMAL* FOE NOW, UGLY ONE! IN MY SPECIAL ARMOR-- WITH MY SPECIAL WEAPONS-- I'M FAR MORE POWERFUL THAN *YOU!*

THIS MINIATURIZED *SENSITIZER* WHICH I PLACE UPON YOUR BACK USES NUCLEAR ENERGY TO INCREASE THE FORCE OF *GRAVITY!*

YOU *CREEP!* IT'LL TAKE MORE THAN *THAT* TO STOP *ME!*

BRAVE WORDS, YOU ORANGE-SKINNED MISANTHROPE-- BUT *USELESS* WORDS! NOT EVEN *YOUR* BESTIAL STRENGTH CAN PREVAIL AGAINST MY SUPERIOR SCIENTIFIC WIZARDRY!

SEE HOW MY SENSITIZER HOLDS YOU PINNED DOWN, HELPLESSLY! AND, WITHIN MINUTES, IT WILL BEGIN SAPPING ALL THE ENERGY LEFT IN YOUR MISSHAPEN BODY--!

BUT, EVEN THE DIABOLICAL *DR. DOOM* HAS UNDER-ESTIMATED THE *POWER* THAT LIES WITHIN THE BURLY, BRUTISH BODY OF THE ENRAGED *THING*--!

YOU *BELIEVE* IT, DOOM! JUST YOU *BELIEVE* IT!

NO-- NO -- IT *CAN'T* BE!

THE ONLY WAY YA'LL STOP *ME* IS BY *KILLIN'* ME!

VERY WELL! I CAN ARRANGE *THAT*, ALSO-- THOUGH I HAD HOPED IT WOULD NOT BE NECESSARY!

YOU AINT ABOUT TO STOP ME BY SHOOTIN' THOSE LITTLE *PEBBLES* MY WAY, CRUMBUM!

ONCE AGAIN YOU FLAUNT YOUR *IGNORANCE*! THESE ARE NO MORE *PEBBLES*, THING! THEY ARE INTENSIFIED *MOLECULES*--!

AND, THE INSTANT THEY ARE EXPOSED TO THE *AIR*, THEIR MASS INCREASES-- UNTIL THEY ATTAIN THE SIZE AND STRENGTH OF GIANT *BOULDERS*!

--BOULDERS WHICH WILL KEEP SLAMMING INTO YOU UNTIL EVEN *YOUR* MASSIVE BODY IS BEATEN AND STILLED!

HE'S *RIGHT!* THEY'RE GETTIN' BIGGER AND BIGGER -- CRASHIN' INTO ME LIKE *CANNONBALLS!*

IF I WAIT MUCH LONGER, I WON'T BE ABLE TO STOP 'EM! BUT I AINT AIMIN' TO *WAIT* -- NOT *ME!*

NO BLASTED OVERGROWN STONES ARE GONNA SAVE *YOU,* DOOM!!

SKRAK!

HE PUNCHED HIS WAY RIGHT *THRU* THEM -- HURLING THEM BACK AT *ME!*

AND WHILE I'M *AT* IT, I'LL USE THE BIGGEST ONE TO CLOBBER THAT *BOMB* GIZMO OF YOURS!! LIKE *THIS* --!!

BUT, DON'T START FEELIN' *NEGLECTED,* YET! I AINT FORGOT ABOUT *YOU* PERSONALLY!

I'M GONNA OPEN THAT TIN SUIT OF YOURS AND SEE WHAT MAKES YOU *TICK!* THEN, I'LL DRAG YA OUT BY YER SCRAWNY -- *HEY!!*

YOU WAITED -- *TOO LONG,* YOU BABBLING NEANDER-THAL!! MY FORCE FIELD HAS HAD TIME TO *RE-CHARGE* ITSELF! NOW, THE ADVANTAGE IS *MINE* AGAIN!

SEE HOW *EASILY* I CAN HURL YOU FROM ME -- AIDED BY 100,000 MORE MEGAVOLTS OF PURE ENERGY!

BAROOM!

AND *STILL* YOU FEEBLY ATTEMPT TO CRAWL BACK FOR *MORE* PUNISHMENT! VERY WELL THEN, YOU SHALL *GET* IT --!

SOONER OR LATER I'LL GET PAST YOUR DEFENSES, DOOM!! AND WHEN I *DO* --!!

YOU BLUNDERING ATAVISM! BRUTE STRENGTH CAN *NEVER* TRIUMPH AGAINST THE POWER OF SUPREMELY HARNESSED *SCIENCE!!*

NO!! IT'S *IMPOSSIBLE!!* YOU *CAN'T* KEEP COMING -- NOT AGAINST THE FORCE OF MY NERVE-SHATTERING *ENERGY BLASTS!!*

MISTER, MAYBE I'M JUST TOO *DUMB* TO COLLAPSE -- TOO *UGLY* TO DIE!! I'LL LET *YOU* FIGGER OUT THE REASONS...!

AS FER *ME* -- I FINALLY GOT MY PAWS ON YA -- AND *NOTHIN'S* GONNA SAVE YA *NOW!*

MY WEAPONS!! MY BUILT-IN ELECTRICAL DEVICES!! YOU--YOU'RE CRUSHING THEM!! NO!! YOU CAN'T--!

DON'T BET ON IT, BAD MAN!

NO, BEN!! STOP! YOU'LL KILL HIM!!

WELL, WELL! IF IT AINT STRETCHO! JUST WHEN I DON'T NEED YA!

BEN--LISTEN TO ME! WE JUST WANT TO END HIS THREAT!! BUT, WE'RE NOT MURDERERS!

YEAH, MEBBE YOU'RE RIGHT --FER A CHANGE! WITHOUT HIS BUILT-IN GIZMOS, HE AINT WORTH WORRYIN' ABOUT!

REMEMBER, HE'S STILL THE RULER OF LATVERIA, AND AS SUCH, HE HAS DIPLOMATIC IMMUNITY! BUT, BY DEFEATING HIM SO CONCLUSIVELY, YOU'VE BROKEN HIS PRIDE! IT'S THE WORST DEFEAT HE COULD HAVE SUFFERED!

BIG DEAL! WHERE WERE YOU WHILE WE WERE WALTZIN' AROUND??

WE TREATED DARE-DEVIL'S WOUNDS, AND HELPED HIM TO LEAVE!

THEN, WE WATCHED YOUR FIGHT, BUT REED FELT YOU WOULDN'T WANT US TO INTERFERE!

I WAS WORRIED ABOUT YOU ONCE OR TWICE, BEN! I ALMOST STEPPED IN-- BUT NOW, I'M GLAD I DIDN'T!

BY BEATING HIM DECISIVELY--USING ONLY RAW STRENGTH--YOU'VE SHATTERED HIS EGO, BEN! HE MAY NEVER GAIN ENOUGH CONFIDENCE TO ATTACK US AGAIN!

REED, DARLING--WE'RE BACK TO NORMAL AGAIN-- WE HAVE EACH OTHER ONCE MORE!

YEAH, YOU GOT EACH OTHER--!

--BUT YOU AINT GOT ME! NOT ANY MORE! I'M THRU BEIN' THE FALL GUY FOR THIS COMBO! YOU DIVVY UP THE GLAMOR, BUT ME-- I'M STILL... THE THING!

I GOT THE SHORT END OF THE STICK ON THIS WHOLE DEAL! YOU CAN GIT MARRIED, BUT NOT ME! YOU CAN BE NORMAL--BUT NOT ME! WELL, I'VE HAD IT! I'M THRU!

BEN! HE-HE MEANS IT!

DON'T DO IT, BIG BUDDY! WE'RE A TEAM! BEN--!

THUS, IN THE WAKE OF THEIR GREATEST VICTORY, THE FANTASTIC FOUR FACE THEIR GREATEST CRISIS! BE PREPARED FOR THE MOST STARTLING DEVELOPMENTS OF ALL NEXT ISSUE ON THE PAGES OF THIS, THE WORLD'S GREATEST COMIC MAGAZINE!

THE END